53121-1-UA

DEPARTMENT
OF
FINANCIAL INSTITUTIONS

1912-1993

Supervising Kentucky's Financial Industry for 81 Years

ANNUAL REPORT

December 31, 1993

Edward B. Hatchett, Jr.
Commissioner

The financial information in this report is based upon unverified figures furnished in December 31,1993 Call Reports. Subsequent amendments to call reports are not reflected.

DEPARTMENT OF FINANCIAL INSTITUTIONS
477 Versailles Road
Frankfort, Kentucky 40601
Phone: (502) 564-3390
Fax: (502) 564-6787

May 15, 1994

The Honorable Brereton C. Jones, Governor
Commonwealth of Kentucky
The Capitol
Frankfort, Kentucky 40601

Dear Governor Jones:

I am pleased to submit the Annual Report of the Department for the year ending December 31,1993. This report provides information about the performance of Kentucky's financial industry and outlines the application of the Department's resources to the duties pertaining to each segment of that industry.

Your Executive Order 93-528 of June 4, 1993 brought new efficiency to the allocation of resources among this agency's duties. Functional realignment of the administrative structure eliminated duplication of effort among the divisions and introduced the managerial flexibility necessary to assure appropriate regulatory and supervisory attention to an evolving financial marketplace. Other operational improvements included relocating the Department's Lexington Field Office to the more accessible Energy Research Center on Ironworks Pike and implementing the second component of our Financial Institutions eXpert eXaminations (FIXX), the Earnings Module.

A direct result of reorganization was the Department's undertaking of its first securities broker-dealer examinations during 1993. Other initiatives involving securities regulation included collection of the largest administrative fine in the agency's history levied against Prudential Securities, Incorporated, joining the Securities and Exchange Commission in investigating Kentucky Central Life Insurance Company, and participating in a new Bank Securities Activities Committee of the North American Securities Administrators Association.

It was my honor to serve as a member of the Board of the Conference of State Bank Supervisors during 1993. CSBS has focused considerable energy on protecting the states' role in the dual banking system, including successful opposition to proposals involving new federal regulatory fees for state banks.

Very truly yours,

E B Hatchett Jr.

Edward B. Hatchett, Jr.
Commissioner

EBHJr:brw

AN EQUAL OPPORTUNITY EMPLOYER M/F/D

TABLE OF CONTENTS

History, Department of Financial Institutions 1

Organizational Chart 4

Financial Institutions Board 5

Staff 6

Revenues and Expenditures 8

Eighty-Second Annual Bank Report 9
- Annual Consolidated Statement of Assets 10
- Graph, Number of Banks and Amount of Assets Supervised 12
- Consolidated Report of Condition 13
- Consolidated Report of Income 15
- Selected Composite Operating Ratios 16
- Graph, Leverage Ratios State Chartered Banks 17
- Graph, Return on Assets State Chartered Banks 19
- Report of Condition Kentucky State Banks 20
- Total Assets Kentucky State Trust Companies 38
- Loan Production Offices 39
- New Bank Charters, Bank Conversions,Name Changes, Mergers, and Main Office Relocations 40

Sixtieth Annual Credit Union Report 41
- Annual Consolidated Statement of Assets 42
- Graph, Number of Credit Unions and Amount of Assets Supervised 45
- Consolidated Report of Condition 46
- Consolidated Report of Income 48
- Selected Composite Operating Ratios 50
- Graph, Leverage Ratio State Chartered Credit Unions 51
- Graph, Return on Assets State Chartered Credit Unions 52
- Credit Union Mergers and Name Changes 53
- Report of Condition Kentucky State Credit Unions 54

Sixtieth Annual Consumer Loan Report 61
- Annual Consolidated Statement of Assets 62
- Consolidated Report of Condition 63
- Loans made in 1993 Classified by Collateral 65
- Licensees 66

Ninth Annual Securities Report 77
- Regulatory Duties 78
- Significant Enforcement Actions 79
- Other Division Activities 80
- Issuers, Licenses, Enforcement Actions 81

Forty-Ninth Annual Industrial Loan Report 83
- Annual Consolidated Statement of Assets 84
- Consolidated Report of Condition 85
- Certificate Holders 86

Seventy-Sixth Annual Savings and Loan Report 89
- Annual Consolidated Statement of Assets 90
- Consolidated Report of Condition 92
- Consolidated Report of Income 93
- Selected Composite Operating Ratios 94
- Report of Condition Kentucky State Savings and Loans 96

Seventh Annual Mortgage Loan Company and Loan Broker Report **99**
Licensees 100

Third Annual Sale of Checks Report **105**
Licensees 106

Second Annual Check Cashers Report **109**
Licensees 110

History
Department of Financial Institutions

A HISTORY OF THE DEPARTMENT OF FINANCIAL INSTITUTIONS

On July 1, 1992, the Kentucky Department of Financial Institutions celebrated its 80th birthday for it was on that day in 1912 that Thomas Jefferson Smith took office as the first Commissioner of the Department. The then "Department of Banking" was created by an Act of the General Assembly of the Commonwealth of Kentucky. The Banking Act of 1912, signed by Governor James B. McCreary on March 1, 1912 and effective on June 10, 1912, charged the Department:

> ***"...with the enforcement of all laws heretofore passed, or which may be passed, relating to banks, trust companies, savings banks, combined bank and trust companies, organized and doing business under the laws of the Commonwealth of Kentucky." (Chapter 4, Section 1, Acts of the General Assembly of 1912)***

Other statutes governing the financial industry have been added to the Department's jurisdiction as Kentucky's financial industry has grown, and the Department's name has been changed over the years to more accurately reflect its expanding regulatory authority. The regulation of state-chartered savings and loan associations, initially referred to as *building* and loan associations, was added to the Department's regulatory function in 1918. By mid-1932, the Department had been given regulatory oversight of the state's securities industry and at that time officially became known as the "Department of Banking and Securities." State-chartered credit unions came under the purview of the Department in 1934, and the regulation of consumer and industrial loan companies was added around 1946. In 1984 Kentucky's Legislature overhauled the state's banking laws and, among other things, changed the agency's name to the "Department of Financial Institutions." Since 1984, the Department's scope has continued to broaden to include the regulation of mortgage loan companies and mortgage loan brokers. For many years, the Department has been charged with enforcing Kentucky's Sale of Checks Act; however, this area has come under closer scrutiny in recent years. With the passage of the Check Cashing Services Act in 1992, Kentucky's General Assembly added yet another chapter to the Department's list of regulated industries.

The establishment of a Financial Institutions Board to serve as an advisory body to the Governor and the Commissioner was among other changes that took place in 1984. The Board consists of twelve members, eleven of whom are appointed by the Governor, and the Commissioner of Financial Institutions who serves as its Chairman. Board appointees include representatives of the financial industry and the general public as follows: four members from the banking industry; one member each from the securities, credit union, consumer or industrial loan, and savings and loan industries; and three members from the public at large, two of whom cannot be employees, officers or directors of any financial institution. All board members from the financial industries must be persons with practical experience in those industries and must be serving at the executive level of those industries at the time of their appointments.

The Commissioner is the chief executive of the Department and is responsible for implementing departmental policies, statutory mandates, and administrative regulations. The Office of the Commissioner also exercises general supervisory control over the work of the Department. Edward B. Hatchett, Jr. became the Department's twenty-ninth Commissioner when he was appointed by Governor Wallace G. Wilkinson in July 1988. In December 1991, Commissioner Hatchett was reappointed by Governor Brereton C. Jones, becoming one of only four commissioners of the Department to serve pursuant to the appointment of two governors.[1]

On June 27, 1993, the Interim Committee on Banking and Insurance unanimously approved the Plan of Reorganization set

History
Department of Financial Institutions

orth in the Governor's Executive Order of June 4, 1993, which realigned the Department by function to permit the efficient llocation of resources among the evolving duties that constitute the agency's public mission. There are three administrative ivisions which carry out the following functions:

· **Division of Planning and Management** houses the Office of the Commissioner and the Department's administrative support services. Through its Human/Fiscal Resources Branch and Technology Branch, the Division focuses on strategic planning and managerial initiatives.

· **Division of Law and Regulatory Compliance** is divided by functions into four branches: Applications and Registrations, Investigations, Law, and Public Affairs. All applications involving new charters, branches, licenses, and certificates, as well as all registrations of securities issues, broker-dealers, agents, and investment advisors are housed in this Division, as are the Department's legal staff, investigators, and ombudsman.

· **Division of Supervision** houses examination, financial analysis, and institution remediation functions for all state-chartered financial institutions, including banks, savings and loan associations, credit unions, consumer loan companies, industrial loan companies, mortgage loan companies, mortgage loan brokers, check cashers, sale of checks licensees, securities broker-dealers and agents, and investment advisors. For purposes of the examination function, the state has been divided into two regions, each headed by a regional manager. In turn, both regions are divided into three districts, each headed by a district manager. An Analysis and Remedial Supervision Branch is also housed within the Division of Supervision.

he Department is a self-funded agency of state government and receives no money from the state's general fund. Revenue s derived from fees charged for assessments, examinations, call reports, applications, investigations, registrations, and icensing of state-chartered or licensed financial institutions and the state's securities industry.

iram Wilhoit 1935-42: Governors A. B. Chandler and Simeon S. Willis; Henry H. Carter 1948-55: Governors Earle C. Clements and Lawrence W. 'etherby; and H.A. Rogers 1959-64: Governors Bert T. Combs and Edward T. Breathitt

History
Department of Financial Institutions

Commissioners
Department of Financial Institutions

YEAR	COMMISSIONER	GOVERNOR
1912	Thomas J. Smith	James B. McCreary
1916	George G. Speer	Augustus O. Stanley
1920	James Lewis	Edwin P. Morrow
1924	Charles E. Marvin	William J. Fields
1928	O. S. Denny	Flem D. Samson
1930	C. S. Wilson	Flem D. Samson
1931	J. R. Dorman	Ruby Laffoon
1935	Hiram Wilhoit	A. B. Chandler
1939	Hiram Wilhoit	Keene Johnson
1943	Hillard H. Smith	Simeon S. Willis
1948	Henry H. Carter	Earle C. Clements
1951	Henry H. Carter	Lawrence W. Wetherby
1955	R. E. Glenn	Lawrence W. Wetherby
1956	S. Albert Phillips	A. B. Chandler
1958	Earle B. Combs	A. B. Chandler
1960	H. A. Rogers	Bert T. Combs
1964	H.A. Rogers	Edward T. Breathitt
1965	G. D. Beach	Edward T. Breathitt
1968	E. G. Adams	Louie B. Nunn
1971	Lenvil R. Hall	Wendell H. Ford
1971	Perry R. Miller (Acting)	Wendell H. Ford
1973	Howard T. Sallee	Wendell H. Ford
1975	John L. Williams, Jr.	Julian M. Carroll
1980	Randall L. Attkisson	John Y. Brown, Jr.
1982	Foster Pettit (Acting)	John Y. Brown, Jr.
1983	Morris R. Smith	John Y. Brown, Jr.
1983	Tracy Farmer (Acting)	John Y. Brown, Jr.
1983	Neil Welch (Acting)	John Y. Brown, Jr.
1983	Leonard B. Marshall	John Y. Brown, Jr.
1984	Ballard W. Cassady, Jr.	Martha Layne Collins
1986	Thomas B. Miller	Martha Layne Collins
1988	Edward B. Hatchett, Jr.	Wallace G. Wilkinson
1991	Edward B. Hatchett, Jr.	Brereton C. Jones

Financial Institutions Board

The Financial Institutions Board is a statutory body advising the Governor and the Commissioner of the Department of Financial Institutions on Department matters. The Board consists of representatives of all segments of Kentucky's financial industry and the public-at-large, and is chaired by the Commissioner.

Edward B. Hatchett, Jr.
Chairman
Department of Financial Institutions
477 Versailles Road
Frankfort, Kentucky 40601
(502) 573-3390

Charles Beach, Jr.
President & Chief Executive Officer
Peoples Exchange Bank
Box 127
Beattyville, Kentucky 41311
(606) 464-3631
Banking Industry Representative to 10/10/96

Thomas R. Brumley
President
Area Bancshares Corporation
230 Frederica Street
Owensboro, Kentucky 42303
(502) 926-3232
Banking Industry Representative to 10/10/96

Wm. Harvey Coggin
Senior Vice President
PNC Bank, Kentucky, Inc.
P.O. Box 14072
Lexington, Kentucky 40512-4072
(606) 233-0400
Banking Industry Representative to 10/10/95

Daisy P. Hitchcock, Vice President
National City Bank
101 South Fifth Street
Louisville, Kentucky 40202
(502) 581-6637
Banking Industry Representative to 10/10/96

Myrna L. Holloway
Chief Executive Officer
Carrollton Federal Savings & Loan Association
455 Main Street, Box 389
Carrollton, Kentucky 41008
(502) 732-4272
Savings and Loan Industry Representative to 10/10/95

Pete Mahurin
Hilliard Lyons Investment
446 Main Street
Bowling Green, Kentucky 42101
(502) 781-1691
Securities Industry Representative to 10/10/95

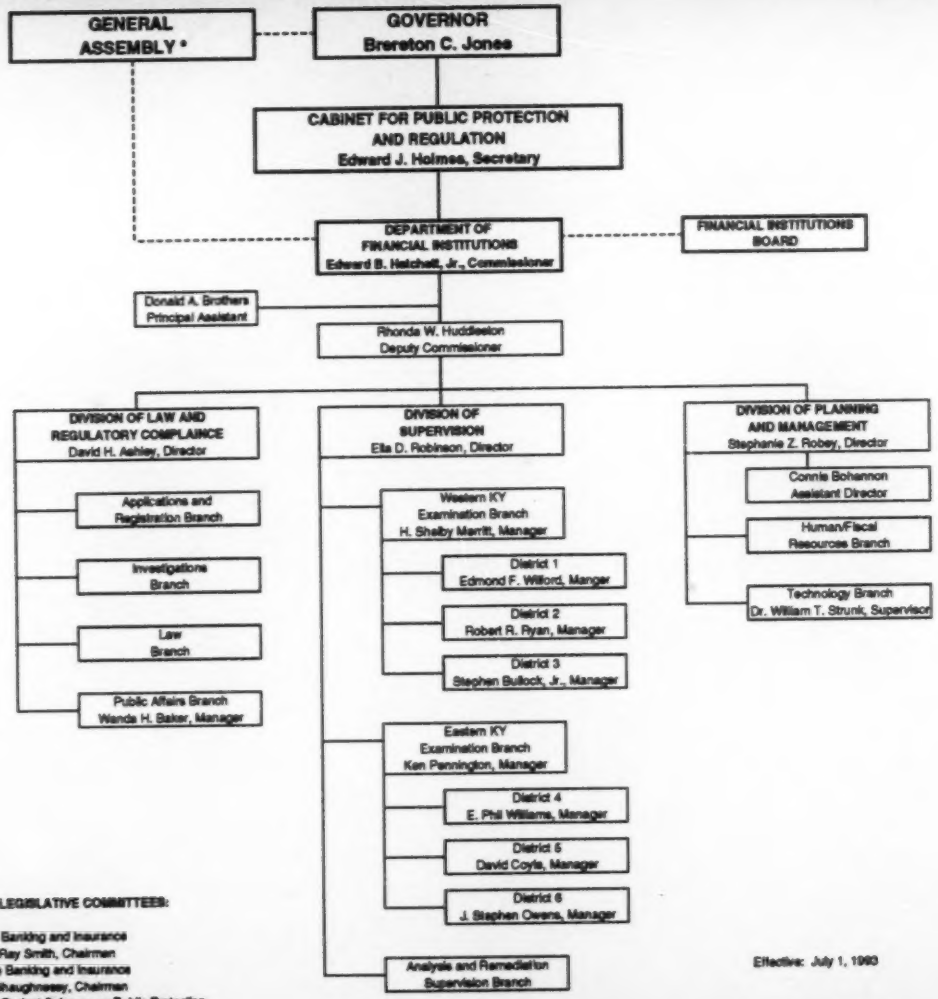
Jerry G. McGrew
49 Eagle Pass Road
Elizabethtown, Kentucky 42701
(800) 221-7576
Public-at-Large Representative to 10/10/97

Brenda Mounce Saunders
P. O. Box 76
Dawson Springs, Kentucky 42408
(502) 797-3818
Public-at-Large Representative to 10/10/97

Phyllis McBrayer Smith
1520 Riverside Drive
Greenup, Kentucky 41144
(606) 473-7303
Public-at-Large Representative to 10/10/96

Gary Wallace
Manager/President
Commonwealth Credit Union
P.O. Box 978
Frankfort, Kentucky 40601
(502) 564-4775
Credit Union Industry Representative to 10/10/94

Robert V. Wilkinson
Branch Manager
GMAC
P.O. Box 2320
Lexington, Kentucky 40523
(606) 224-2201
Consumer Finance/Industrial Loan Industry Representative to 10/10/94



*** KEY LEGISLATIVE COMMITTEES:**

House Banking and Insurance
Billy Ray Smith, Chairman
Senate Banking and Insurance
Tim Shaughnessy, Chairman
House Budget Subcom. on Public Protection
Joe Barrows, Chairman

Effective: July 1, 1993

Staff
Department of Financial Institutions

OFFICE OF THE COMMISSIONER

Edward B. Hatchett, Jr., Commissioner
Rhonda W. Huddleston, Deputy Commissioner
Donald A. Brothers, Principal Assistant I
Barbara G. Wunderlich, Executive Secretary Senior

DIVISION OF SUPERVISION

Ella F. Robinson, Director
Patti Jones, Certified Examiner
Timothy R. Meador, Certified Examiner
Karen Tucker, Secretary
Karen D. Webb, Secretary

Examination Branch Managers

H. Shelby Merritt, Western Ky. Branch Manager
Ken Pennington, Eastern Ky. Branch Manager

District Managers

Edmond F. Wilford, District 1
Robert R. Ryan, District 2
Robert S. Bullock, District 3
Elisha P. Williams, District 4
David O. Coyle, Jr., District 5
Jeffrey S. Owens, District 6

Certified Examiners

Danny D. Beyer
Barry W. Billingsley
Carmen M. Bishop
Joel V. Boone
Edward M. Bryan
Anita L. Forman
Thomas O. Grassham
Walter J. Hartsfield
Janet M. Hicks
John D. Jury
Kevin P. Maguire
Robert W. Netherton
Betina G. Pierce
Charles R. Risinger
Michael D. Wilson
Thomas L. Zierer, Jr.

Examiner Specialists

Richard L. Arnold
Stanley R. Bryan
Randall S. Duncan
Mark S. Ford
Thomas M. Johnson
Michael E. Stewart
Norman C. Thompson

Senior Examiners

Billy R. Cartwright
John F. Cullen
Bob A. Lawson
Stuart W. Long
Jeffrey J. Roberts
Richard F. Strode

Examiners

Clinton D. Crowe
Paul B. Lee, Jr.
Lisa J. Lunceford
Don C. McFadden
Anthony D. Murphy
James J. Parman
Judy E. Turner
Garry W. Wright

Examiner Associates

Lanny H. Loague
William R. Thomas

Staff
Department of Financial Institutions

DIVISION OF LAW AND REGULATORY COMPLIANCE

David H. Ashley, General Counsel
Sharon M. Conway, Administrative Secretary

Applications and Registrations Branch

Teresa V. Fisher, Broker Dealer Coordinator
Winston L. Kelly, Applications/Registrations Coordinator
Stephen H. Pulliam, Applications/Registrations Analyst
Gary Thurman, Certified Examiner

Investigations Branch

Thresa D. Jagnow, Chief Investigator
W. Kyle Trimble, Sr. Investigator

Law Branch

James R. Jones, Attorney
Pat Harris, Attorney
Cindy D. Castle, Legal Secretary

Public Affairs Branch

Wanda S. Baker, Administrative Branch Manager

DIVISION OF PLANNING AND MANAGEMENT

Stephanie Z. Robey, Director
Connie C. Bohannon, Assistant Director
Edna Quire, Administrative Secretary

Human/Fiscal Resources Branch

Kellye B. Craig, Fiscal Officer
Rodney K. Gabbard, Administrative Specialist
Susan E. Karrh, Training Coordinator
Tobie A. Lynch, Receptionist/Secretary

Technology Branch

William T. Strunk, Ph.D., Supervisor
Michael Cochran, Banking Support Coordinator
Richard J. Nolan, Securities Support Coordinator
Angela M. Roberts, Administrative Assistant

Statement of Revenues and Expenditures
Year Ending December 31, 1993

REVENUES			
Division of Supervision		1,713,674	
Division of Law and Regulatory Compliance		3,741,430	
TOTAL REVENUES			**5,455,105**
EXPENDITURES			
Personnel Costs		3,650,575	
Operating Costs:			
Utilities	24,560		
Rentals	187,113		
Maintenance	10,208		
Postage	13,114		
Miscellaneous	26,592		
Telecommunications	52,613		
Computer Services	13,215		
Supplies	29,294		
Commodities	33,630		
Travel Expenses	385,725		
Dues & Subscriptions	41,682		
Total Operating Costs		817,746	
Furniture/Fixtures		41,499	
Operating Transfer Out		250,000	
TOTAL EXPENDITURES			**4,759,820**
TOTAL EXCESS REVENUES OVER EXPENDITURES			**695,285**

EIGHTY- SECOND ANNUAL

BANK REPORT

Annual Consolidated Statement of Assets
Kentucky State Banks

Year	Total Assets
September 4, 1912	$ 110,096,102.83
September 3, 1913	112,556,338.09
September 12, 1914	110,516,100.67
November 10, 1915	110,068,034.26
August 17, 1916	120,217,111.75
September 7, 1917	152,490,422.93
September 5, 1918	175,361,452.29
September 5, 1919	213,365,256.47
September 13, 1920	227,231,768.46
June 30, 1921	220,117,518.15
June 30, 1922	222,284,937.92
June 30, 1923	257,447,342.36
June 30, 1924	260,394,024.52
June 30, 1925	269,730,816.68
June 30, 1926	278,619,057.34
June 30, 1927	308,521,323.67
June 30, 1928	341,300,174.09
June 30, 1929	385,559,868.28
June 30, 1930	64,849,233.33
June 30, 1931	295,881,257.76
June 30, 1932	248,031,078.12
June 30, 1933	231,577,905.49
June 30, 1934	239,624,124.68
June 30, 1935	229,781,437.48
June 30, 1936	250,997,016.66
June 30, 1937	270,699,778.60
June 30, 1938	252,251,968.59
June 30, 1939	266,594,369.49
June 30, 1940	273,977,674.22
June 30, 1941	297,360,610.22
June 30, 1942	340,903,872.17
June 30, 1943	477,658,367.10
June 30, 1944	578,775,786.77
June 30, 1945	904,485,435.10
June 30, 1946	941,787,755.13
June 30, 1947	898,858,508.44
June 30, 1948	932,808,480.54
June 30, 1949	933,714,814.70
June 30, 1950	953,843,874.72
June 30, 1951	1,002,285,106.04
June 30, 1952	1,081,217,820.20
June 30, 1953	1,125,336,205.82
June 30, 1954	1,167,432,270.01
June 30, 1955	1,211,811,536.25
June 30, 1956	1,220,534,082.10
June 30, 1957	1,294,391,352.88

Annual Consolidated Statement of Assets
Kentucky State Banks

Year	Total Assets
June 30, 1958	1,383,757,204.28
June 30, 1959	1,402,074,237.64
June 30, 1960	1,439,285,742.07
June 30, 1961	1,416,812,042.56
June 30, 1962	1,539,385,203.23
June 30, 1963	1,682,807,021.85
June 30, 1964	1,798,326,242.98
June 30, 1965	1,932,620,428.05
June 30, 1966	2,157,183,512.81
June 30, 1967	2,490,156,359.19
June 30, 1968	2,703,101,033.03
June 30, 1969	3,067,136,736.70
June 30, 1970	3,259,015,862.86
June 30, 1971	3,793,329,845.00
June 30, 1972	4,277,132,990.00
June 30, 1973	4,973,878,479.44
June 30, 1974	5,696,240,528.60
June 30, 1975	6,300,190,296.19
June 30, 1976	6,550,032,000.00
June 30, 1977	7,431,081,000.00
June 30, 1978	8,371,752,000.00
June 30, 1979	9,507,372,000.00
June 30, 1980	10,700,084,000.00
June 30, 1981	11,968,250,000.00
June 30, 1982	12,878,728,000.00
June 30, 1983	13,724,157,000.00
June 30, 1984	15,171,523,000.00
June 30, 1985	16,448,822,000.00
June 30, 1986	17,869,731,000.00
June 30, 1987	19,709,513,000.00
June 30, 1988	20,984,582,000.00
December 31, 1988	22,103,771,000.00
December 31, 1989	23,570,033,000.00
December 31, 1990	25,058,852,000.00
December 31, 1991	24,145,642,000.00
December 31, 1992	23,932,903,000.00
December 31, 1993	$ 24,825,281,000.00

Consolidated Report of Condition
Kentucky State Banks
(000s omitted)

		228 Banks Dec. 31, 1993	Change	228 Banks Dec. 31, 1992
ASSETS:				
1.A	Noninterest-Bearing Balances	1,042,412	-8.77%	1,142,572
1.B	Interest-Bearing Balances	61,390	-6.41%	65,594
2.	Securities	7,570,904	11.90%	6,765,725
3.	Fed Funds Sold & Sec. Repurchased	820,173	-37.22%	1,306,509
4.A	Total Loans and Leases	14,707,736	4.61%	14,058,929
4.B	Allowance for Loan & Lease Losses	261,740	7.10%	244,392
4.D	Net Loans	14,445,996	6.00%	13,628,012
5.	Assets held in Trading Accounts	15,903	57.88%	10,073
6.	Premises and Fixed Assets	365,112	4.87%	348,170
7.	Other Real Estate Owned	36,740	-21.54%	46,825
8.	Invest. in Unconsol. Subsidiaries	550	-188.71%	-620
9.	Customer Liab. On Accept. Outstanding	7,544	100.00	0
10.	Intangible Assets	105,985	-7.82%	114,971
11.	Other Assets	352,572	-30.13%	505,072
12.	TOTAL ASSETS	24,825,281	3.73%	23,932,903

Consolidated Report of Condition
Kentucky State Banks
(000s omitted)

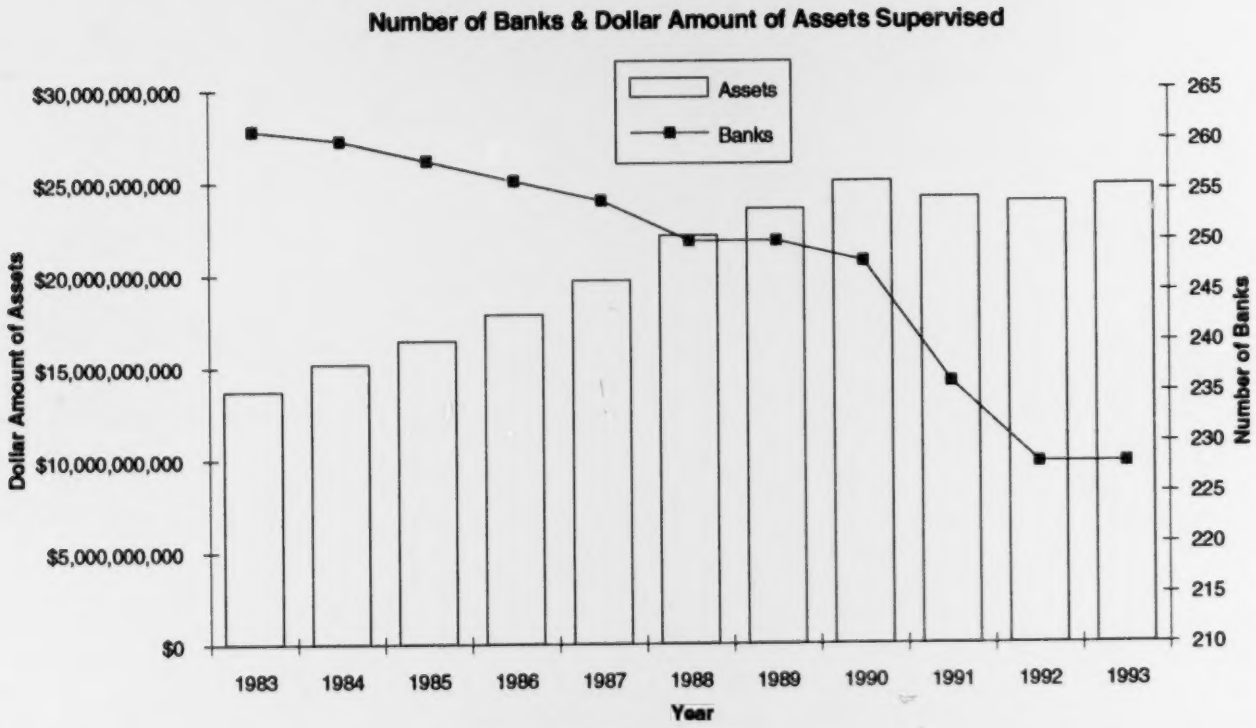
		228 Banks Dec. 31, 1993	Change	228 Banks Dec. 31, 1992
LIABILITIES:				
13.A	Total Deposits - Domestic	19,048,740	0.74%	18,909,218
13.A1	Noninterest-bearing Deposits	3,272,392	2.56%	3,190,574
13.A2	Interest-bearing Deposits	15,776,348	0.37%	15,718,644
13.B	Total Deposits - Foreign	32,675	-62.34%	86,763
13.B1	Noninterest-bearing	0	0.00%	0
13.B2	Interest-bearing	32,675	-62.34%	86,763
14.	Fed Funds Purchased & Sec. Sold	1,573,258	-17.19%	1,899,789
15.	Demand Notes Issued U. S. Treas.	156,595	-34.12%	237,702
16.	Other Borrowed Money	1,256,099	253.48%	355,353
17.	Mortgage Indebtedness	5,954	-41.27%	10,138
18.	Bank's Liab. On Accept. Outstanding	7,544	100.00%	0
19.	Notes and Debentures	922	-42.84%	1,613
20.	Other Liabilities	441,065	49.22%	295,724
21.	Total Liabilities	22,522,852	3.33%	21,796,300
22.	Limited Life Preferred Stock	0	0.00%	0
EQUITY CAPITAL:				
23.	Preferred Stock	3,437	41.03%	2,437
24.	Common Stock	213,673	0.62%	212,363
25.	Surplus	910,150	8.32%	840,254
26.A	Undivided Profits & Capital Reserves	1,165,025	7.63%	1,082,542
26.B.	Unrealized Loss On Equity Securities	-10,144	-1122.00%	993
28.	Total Equity Capital	2,302,429	7.77%	2,136,603
29.	TOTAL LIABILITIES AND EQUITY CAPITAL	24,825,281	3.70%	23,939,662

Consolidated Report of Income
Kentucky State Banks
(000s omitted)

		228 Banks Dec. 31, 1993	Change	228 Banks Dec. 31, 1992
1g.	Interest Income	1,654,113	-7.21%	1,782,643
2f.	Interest Expense	677,511	-19.96%	846,419
3.	Net Interest Income	976,602	4.31%	936,224
4 a&b.	Loan Loss Provision	93,289	-42.62%	162,580
5 c/g.	Noninterest Income	242,349	-5.18%	255,578
6.	Securities Gain/Loss	34,509	-34.57%	52,743
7d.	Noninterest Expense	758,784	2.98%	736,686
8.	Net Income Before Taxes	401,387	16.30%	345,279
9.	Taxes	111,589	18.93%	93,879
10.	Net Income After Taxes	289,798	15.32%	251,400
11.	Extraordinary Items	-13,514	-1118.39%	1,327
12.	Net Income	276,284	9.37%	252,727

Selected Composite Operating Ratios
Kentucky State Banks
December 31, 1993

	R/C Line	
Cash & Due/Total Deposits	**(1A+1B)/(13A+13B)**	**5.78%**
Noninterest-Bearing Deposits/Total Deposits	(13A1+13B1)/13A+13B)	17.15%
Interest-Bearing Deposits/Total Deposits	**(13A2+13B2)/(13A+13B)**	**82.85%**
Loan/Deposits	4A/(13A+13B)	77.08%
Loans(Net)/Deposits	**4D/(13A+13B)**	**75.71%**
Equity Capital/Total Deposits	28/(13A+13B)	12.07%
Total Capital/Total Deposits	**(19+28)/(13A+13B)**	**12.07%**
Loan Reserve/Loans	4B/4A	1.78%
Loans/Total Assets	**4A/12**	**59.24%**
Loans(Net)/Total Assets	4D/12	58.19%
Total Capital/Total Assets	**(19+28)/12**	**9.27%**
Total Capital & Reserves/Total Assets & Reserves	(19+28+4B)/(12+4B)	10.22%
Total Capital/Loans	**(19+28)/4A**	**15.65%**
Securities/Total Assets	(2+5)/12	30.56%
Banking House & Fixtures/Total Equity Capital	**6/(19+28)**	**15.86%**
Return on Average Assets(R.O.A.)	**(Net Op. Inc./Ave. Tot. Assets)**	**1.14%**
Return on Equity(R.O.E.)	(Net Op. Inc./Tot. Eq. Cap.)	12.00%


Number of Banks & Dollar Amount of Assets Supervised
Assets
Banks
$30,000,000,000
$25,000,000,000
$20,000,000,000
$15,000,000,000
$10,000,000,000
$5,000,000,000
$0
Dollar Amount of Assets
265
260
255
250
245
240
235
230
225
220
215
210
Number of Banks
1983
1984
1985
1986
1987
1988
1989
1990
1991
1992
1993
Year

Report of Condition
Kentucky State Banks
December 31, 1993

Bank	City	Total Assets	Securities
Adairville Banking Co.	Adairville	13,874	4,578
Bank of Clinton Co.,Inc.	Albany	25,075	6,856
Citizens Bank of Albany	Albany	73,210	48,460
Provident Bank of Ky.	Alexandria	259,257	32,517
Citizens Deposit Bank of Arlington, Inc.	Arlington	42,792	20,111
Bank of Ashland	Ashland	139,438	41,378
First American Bank	Ashland	218,379	46,384
Auburn Banking Co.	Auburn	40,333	20,175
Farmers Liberty Bank	Augusta	25,429	6,139
Farmers Bank & Trust Co.	Bardstown	132,856	25,761
Wilson & Muir Bank & Trust Co.	Bardstown	112,757	36,009
Bardwell Deposit Bank	Bardwell	38,956	12,546
The Peoples Exchange Bank of Beattyville	Beattyville	74,850	31,915
Beaver Dam Deposit Bank	Beaver Dam	42,875	15,142
Bedford Loan & Deposit Bank	Bedford	35,453	10,275
Bank of Benton	Benton	129,513	38,157
Bank of Marshall Co.	Benton	146,780	34,692
Peoples Bank and Trust Co. of Madison Cou	Berea	78,162	12,940
Farmers State Bank	Booneville	30,784	11,336
South Central Bank of Bowling Green, Inc.	Bowling Green	56,117	6,618
Farmers Deposit Bank of Brandenburg	Brandenburg	79,538	19,030
Meade County Bank, Inc.	Brandenburg	42,172	12,462
Citizens Bank	Brodhead	55,510	14,293
Bank of Edmonson Co.	Brownsville	70,629	27,220
Brownsville Deposit Bank	Brownsville	35,325	11,860
Bank of Buffalo	Buffalo	24,709	5,800
Bank of Cumberland	Burkesville	42,370	11,578
Heritage Bank, Inc.	Burlington	36,368	5,746

Loans & Leases	Loan Reserves	Total Deposits	Equity Capital	Leverage Ratio	Leverage Rank
7,249	121	12,756	1,029	7.42%	204
15,509	357	23,023	1,891	7.53%	198
16,937	170	65,262	7,477	8.75%	134
200,528	1,679	222,242	21,566	8.62%	142
20,945	329	29,743	4,807	11.75%	40
83,605	1,111	114,996	16,951	12.53%	28
141,632	1,655	188,554	21,664	7.99%	180
9,993	122	33,867	3,776	9.11%	118
15,538	216	22,893	2,420	9.85%	77
94,777	650	115,360	16,057	12.01%	35
64,254	625	99,939	12,241	11.45%	45
23,223	322	34,438	3,359	8.56%	150
35,805	818	65,262	9,074	12.27%	31
22,859	455	38,883	3,813	8.85%	131
22,707	528	30,795	3,824	10.96%	54
83,262	869	112,818	12,218	9.38%	106
101,240	2,116	130,162	15,634	10.77%	60
58,681	1,174	73,377	4,534	5.89%	228
15,234	155	26,526	2,621	8.39%	156
41,004	398	51,395	4,449	8.38%	157
42,862	818	67,963	9,329	7.90%	183
25,678	159	30,523	3,451	8.18%	173
33,245	536	49,976	5,298	9.66%	86
39,613	406	58,646	6,277	9.01%	123
19,371	192	28,140	2,358	7.18%	213
17,885	187	21,356	3,235	13.63%	15
26,439	304	38,580	3,583	7.71%	190
27,903	276	31,212	4,517	12.82%	25

Report of Condition
Kentucky State Banks
December 31, 1993

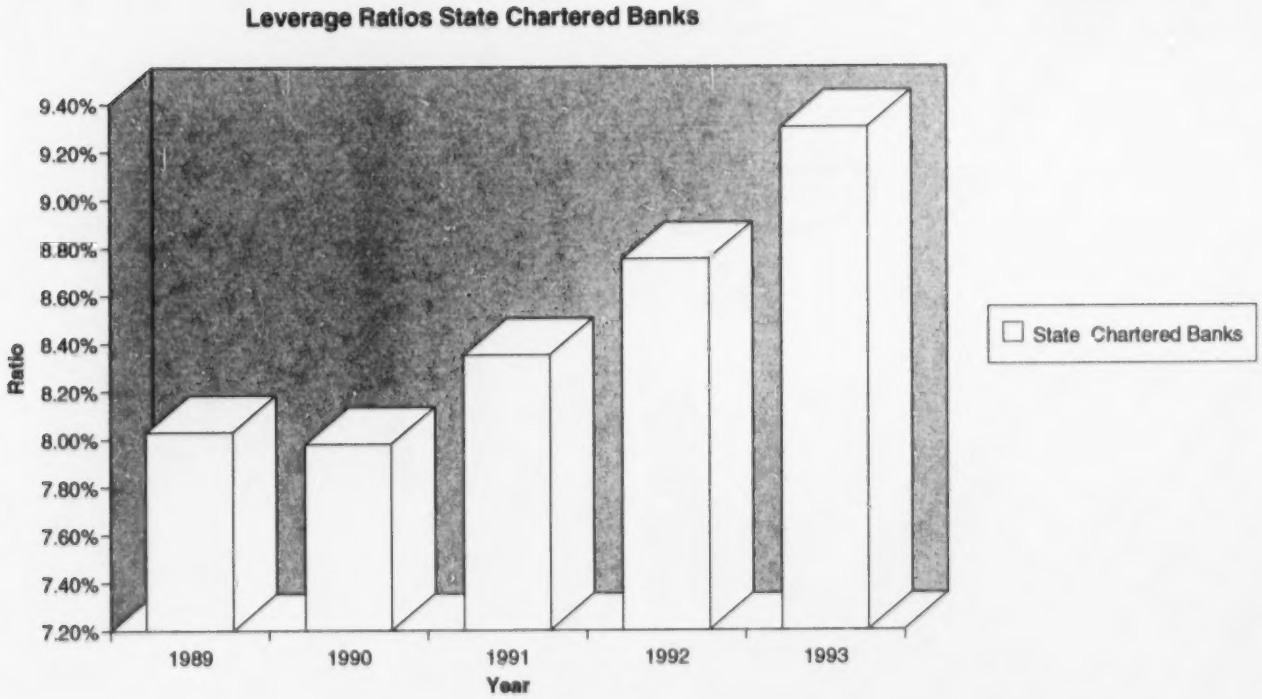
Bank	City	Total Assets	Securities
The Farmers Bank	**Butler**	**20,907**	**3,794**
Bank of Cadiz and Trust Co.	Cadiz	46,966	11,484
Trigg County Farmers Bank	**Cadiz**	**74,787**	**19,449**
Citizens Deposit Bank	Calhoun	31,252	10,387
Calvert Bank	**Calvert City**	**29,054**	**8,726**
First Liberty Bank	Calvert City	34,524	12,164
United Citizens Bank & Trust Co.	**Campbellsburg**	**63,395**	**23,584**
Citizens Bank & Trust Co.	Campbellsville	60,153	10,150
Taylor County Bank	**Campbellsville**	**64,149**	**14,166**
Farmers and Traders Bank of Campton	Campton	26,756	12,814
Bank of Caneyville	**Caneyville**	**25,994**	**7,614**
Pioneer Bank	Canmer	44,152	4,563
Deposit Bank of Carlisle	**Carlisle**	**37,521**	**10,950**
Kentucky-Farmers Bank of Catlettsburg	Catlettsburg	133,998	83,664
The Cecilian Bank	**Cecilia**	**95,876**	**28,298**
Citizens Union Bank	Central City	26,648	8,760
Peoples State Bank	**Chaplin**	**11,816**	**4,956**
Bank of Clarkson	Clarkson	78,759	43,229
Farmers Bank	**Clay**	**134,545**	**60,491**
Clinton Bank	Clinton	35,916	18,998
Breckinridge Bank	**Cloverport**	**14,384**	**8,114**
Bank of Columbia	Columbia	62,751	18,068
American Fidelity Bank & Trust Co.	**Corbin**	**63,180**	**15,365**
Huntington Bank, Inc.	Covington	456,828	125,616
The Fifth Third Bank of Northern Kentucky	**Covington**	**629,820**	**107,945**
Peoples Bank of Northern Kentucky, Inc.	Crestview Hills	63,216	9,800
Crestwood State Bank	**Crestwood**	**93,711**	**985**
Bank of Crittenden	Crittenden	21,132	3,554

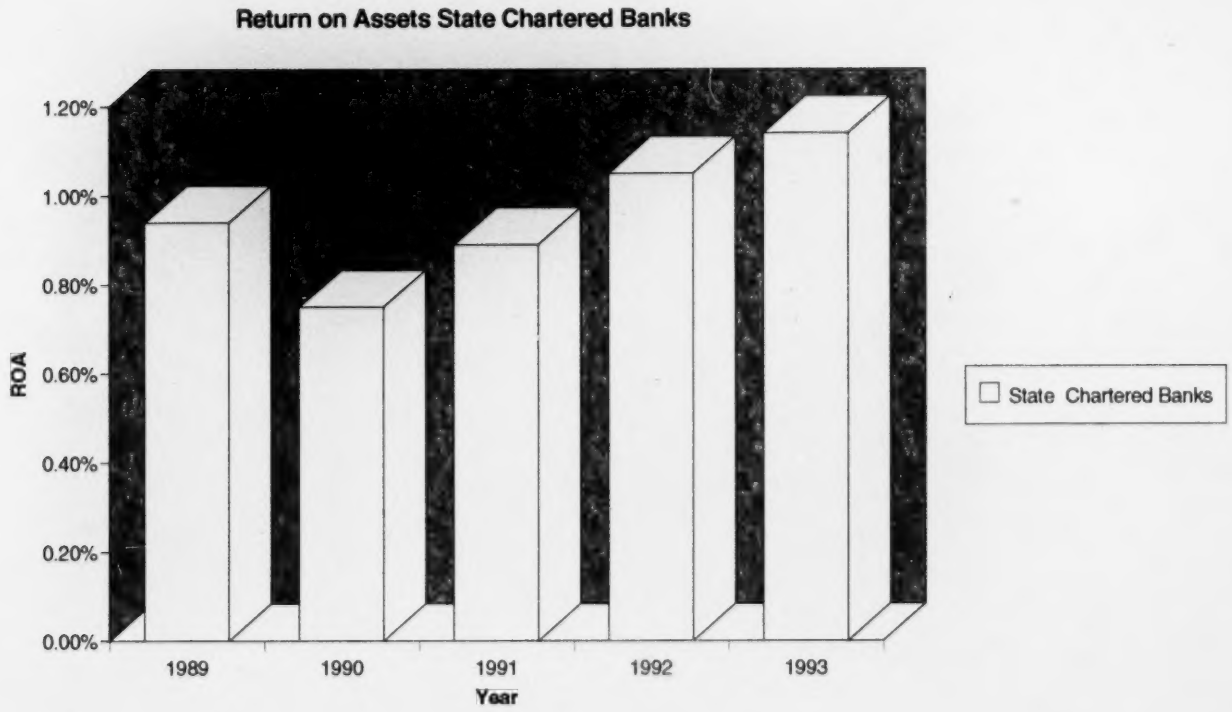
Loans & Leases	Loan Reserves	Total Deposits	Equity Capital	Leverage Ratio	Leverage Rank
16,016	178	18,390	1,782	8.57%	147
29,701	320	41,380	4,446	9.81%	78
46,484	624	63,961	5,914	8.10%	177
19,326	445	27,818	3,178	10.06%	73
18,856	312	25,865	2,386	7.91%	182
19,408	381	31,285	2,613	7.61%	194
32,092	995	56,713	6,066	9.73%	82
42,919	967	51,045	6,148	10.28%	68
45,980	448	56,507	5,373	8.58%	144
11,384	161	23,854	2,776	10.82%	58
16,280	300	23,758	1,943	7.50%	202
29,568	300	39,205	3,450	8.30%	161
20,179	223	30,924	4,221	11.52%	44
46,237	1,500	87,909	45,790	32.90%	3
57,428	992	83,227	12,216	12.60%	27
14,963	313	23,398	2,995	11.36%	47
6,093	115	10,802	739	6.10%	226
32,137	578	67,750	9,218	11.15%	51
59,967	746	106,450	11,388	8.44%	155
13,441	239	30,153	4,458	13.51%	16
5,340	90	12,945	1,375	9.48%	94
39,991	559	55,756	6,008	9.55%	88
41,752	442	58,235	4,538	7.29%	209
302,064	5,158	325,445	36,156	8.18%	172
487,170	7,193	447,333	47,799	7.69%	191
50,070	601	53,017	6,796	10.67%	61
81,729	985	76,301	12,962	8.29%	163
15,074	312	17,989	1,928	9.25%	112

Report of Condition
Kentucky State Banks
December 31, 1993

Bank	City	Total Assets	Securities
The Harrison Deposit Bank & Trust Co.	Cynthiana	35,795	13,818
Bank of Danville & Trust Co.	Danville	89,560	13,781
Dixon Bank	Dixon	37,142	19,116
Citizens Bank	Dry Ridge	21,114	7,735
Bank of Ohio County, Inc.	Dundee	40,146	9,221
The Bank of Lyon Co.	Eddyville	41,767	19,365
Edmonton State Bank	Edmonton	69,364	22,063
First Citizens Bank, Hardin County	Elizabethtown	98,812	34,790
Elkton Bank & Trust Company	Elkton	51,573	20,697
Farmers Deposit Bank	Eminence	87,016	16,237
United Kentucky Bank of Pendleton County,	Falmouth	14,036	1,502
Farmers-Deposit Bank	Flemingsburg	77,998	17,418
The Peoples Bank of Fleming Co.	Flemingsburg	91,816	35,801
The Bank of Boone County, Inc.	Florence	107,630	16,566
Bank of Fordsville	Fordsville	11,566	5,476
Farmers Bank & Capital Trust Co.	Frankfort	359,442	76,551
Kentucky Independent Bank	Frankfort	13,780	52
Franklin Bank & Trust Co.	Franklin	84,546	15,369
Simpson County Bank	Franklin	106,084	25,283
Fredonia Valley Bank	Fredonia	33,266	15,652
Fulton Bank	Fulton	46,566	12,564
Georgetown Bank & Trust Co.	Georgetown	15,333	1,500
The Farmers Bank & Trust Co.	Georgetown	104,259	17,081
Bank of Germantown	Germantown	21,695	12,337
South Central Bank of Barren County, Inc.	Glasgow	70,534	10,793
The Commercial Bank of Grayson	Grayson	122,545	70,748
Greensburg Deposit Bank & Trust Co.	Greensburg	60,383	21,170
Peoples Bank & Trust Co.	Greensburg	59,473	42,074

Loans & Leases	Loan Reserves	Total Deposits	Equity Capital	Leverage Ratio	Leverage Rank
19,425	308	31,446	3,209	8.89%	125
64,278	1,100	72,553	7,804	8.81%	132
16,685	290	32,458	4,470	12.14%	33
9,433	201	18,093	2,799	13.35%	20
24,661	259	36,986	2,934	7.66%	193
17,924	225	36,959	4,616	10.94%	55
38,755	554	60,648	8,314	12.22%	32
52,889	916	80,919	10,437	9.42%	103
26,649	267	44,529	5,024	10.00%	74
63,548	600	72,352	7,675	8.60%	143
9,926	124	12,211	1,772	13.24%	21
47,632	666	64,552	6,504	8.77%	133
47,131	514	78,505	10,180	11.39%	46
80,442	922	92,799	9,334	8.63%	141
4,490	260	10,352	1,188	10.34%	66
228,413	3,993	276,891	50,285	13.38%	19
7,531	87	8,877	2,129	12.98%	23
54,399	1,100	74,618	7,827	9.42%	102
71,819	1,116	94,814	8,519	8.01%	178
15,357	270	28,480	4,517	13.39%	18
27,001	246	36,684	4,580	9.17%	115
11,966	233	13,835	1,277	8.23%	168
65,717	1,284	92,696	11,012	8.72%	137
4,915	32	19,795	1,827	8.86%	128
54,631	607	64,532	5,064	7.35%	206
45,101	775	106,749	11,927	9.78%	81
36,637	609	53,665	5,663	9.35%	108
14,925	299	52,690	6,586	11.24%	48


Leverage Ratios State Chartered Banks
9.40%
9.20%
9.00%
8.80%
8.60%
8.40%
8.20%
8.00%
7.80%
7.60%
7.40%
7.20%
Ratio
1989
1990
1991
1992
1993
Year
State Chartered Banks


Return on Assets State Chartered Banks
1.20%
1.00%
0.80%
0.60%
0.40%
0.20%
0.00%
ROA
1989
1990
1991
1992
1993
Year
State Chartered Banks

Report of Condition
Kentucky State Banks
December 31, 1993

Bank	City	Total Assets	Securities
The First State Bank of Greenville	Greenville	138,682	51,968
The Farmers Bank	Hardinsburg	52,437	6,613
The Bank of Harlan	Harlan	81,988	42,597
State Bank & Trust Co.	Harrodsburg	63,494	17,991
Citizens Bank	Hartford	15,547	7,013
The Hartford Bank and Trust Co.	Hartford	55,020	30,085
Hancock Bank and Trust Co.	Hawesville	80,001	49,000
Citizens Bank & Trust	Hazard	120,475	26,104
Peoples Bank & Trust Co. of Hazard	Hazard	148,364	33,278
Dees Bank of Hazel	Hazel	23,095	11,049
Hebron Deposit Bank	Hebron	79,549	22,785
Farmers Bank & Trust Co.	Henderson	158,047	36,311
The Citizens Bank	Hickman	37,242	16,668
Bank of Hindman	Hindman	74,030	45,526
The Peoples State Bank	Hodgenville	15,683	2,904
First City Bank and Trust Co.	Hopkinsville	212,960	76,463
Pennyrile Citizens Bank & Trust Co.	Hopkinsville	50,087	7,361
Horse Cave State Bank	Horse Cave	67,059	13,914
The Peoples Bank of Hustonville	Hustonville	46,110	13,058
Hyden Citizens Bank	Hyden	72,621	14,926
Inez Deposit Bank	Inez	68,092	36,073
Citizens Guaranty Bank	Irvine	49,022	14,820
First State Bank	Irvington	88,818	38,220
First Security Bank & Trust, McClean	Island	13,178	5,356
Citizens Bank & Trust Co. of Jackson	Jackson	68,106	25,745
Bank of Jamestown	Jamestown	57,845	22,194
The Kevil Bank	Kevil	27,874	14,527
Bank of Oldham County	LaGrange	14,639	3,001

Loans & Leases	Loan Reserves	Total Deposits	Equity Capital	Leverage Ratio	Leverage Rank
77,900	1,177	115,888	11,834	8.53%	152
39,619	304	46,221	5,152	9.86%	75
31,800	710	54,844	9,612	14.80%	10
30,541	472	57,535	5,789	9.81%	79
5,324	85	13,431	2,037	13.45%	17
20,580	408	43,603	5,954	10.99%	53
25,187	609	69,370	9,943	12.49%	29
76,760	1,427	106,665	13,277	11.19%	50
102,358	1,127	131,209	13,912	9.49%	93
10,789	131	18,816	4,117	17.76%	7
51,309	397	71,351	6,543	8.28%	164
111,519	1,647	127,642	13,536	8.73%	136
16,757	260	29,450	3,675	10.29%	67
21,532	337	63,266	10,478	14.18%	12
10,711	162	14,397	1,187	7.51%	201
116,254	2,175	150,870	15,306	7.58%	195
37,361	550	40,520	4,353	9.09%	119
37,645	560	58,193	6,048	8.01%	179
27,997	420	36,934	3,343	8.21%	170
50,812	522	55,387	7,459	10.46%	63
23,747	417	60,181	6,352	9.43%	100
29,800	539	41,181	3,746	7.98%	181
44,177	226	72,333	8,282	9.44%	99
6,720	127	11,612	1,342	10.26%	70
38,279	1,223	55,574	6,104	8.86%	129
30,906	409	52,377	5,004	8.73%	135
11,594	176	24,867	2,842	10.18%	71
7,842	165	11,042	3,552	31.96%	4

Report of Condition
Kentucky State Banks
December 31, 1993

Bank	City	Total Assets	Securities
The Garrard Bank & Trust Co.	Lancaster	41,031	14,725
Peoples Bank	Lebanon	21,287	1,963
Citizens Bank & Trust Co. of Grayson Co.	Leitchfield	57,016	19,122
Leitchfield Deposit Bank & Trust Co.	Leitchfield	68,756	15,807
Lewisburg Banking Company	Lewisburg	40,025	9,570
Bank of the Bluegrass and Trust Co.	Lexington	42,186	14,450
Central Bank & Trust Co.	Lexington	454,710	143,251
Community Bank of Lexington	Lexington	57,830	11,028
The Fifth Third Bank of Central Kentucky, In	Lexington	278,238	8,973
The Vine Street Trust Co.	Lexington	72,300	9,070
The Casey County Bank, Inc.	Liberty	75,324	20,145
Farmers & Merchants Bank	Livermore	11,170	3,732
The London Bank & Trust Company	London	92,425	20,355
Peoples Security Bank	Louisa	31,007	12,164
Mid America Bank of Louisville & Trust Co.	Louisville	1,124,787	299,012
PNC Bank, Kentucky, Inc.	Louisville	5,703,187	1,956,707
Republic Bank & Trust Co.	Louisville	159,489	25,731
River City Bank, Inc.	Louisville	46,074	5,664
Stock Yards Bank & Trust Co.	Louisville	248,544	42,776
Bank of Lowes	Lowes	1,032	0
Farmers Bank & Trust Co.	Madisonville	163,224	52,095
Peoples Bank and Trust Co.	Madisonville	147,485	59,269
Bank of Magnolia	Magnolia	39,029	12,045
The First State Bank & Trust Co.	Manchester	74,868	23,135
Farmers Bank & Trust Co., of Marion	Marion	64,195	32,428
The Peoples Bank	Marion	19,634	7,787
Bank of Marrowbone	Marrowbone	24,287	4,733
Bank of May's Lick	May's Lick	14,484	2,987

Loans & Leases	Loan Reserves	Total Deposits	Equity Capital	Leverage Ratio	Leverage Rank
23,956	481	37,587	2,544	6.48%	220
16,147	203	17,697	1,756	7.18%	214
33,503	650	49,873	6,764	11.64%	43
43,452	750	60,550	4,170	6.01%	227
25,004	408	34,553	2,979	7.52%	200
23,260	233	36,193	4,578	11.03%	52
275,466	4,100	363,370	27,513	6.22%	223
37,662	283	42,293	4,705	8.29%	162
259,226	4,224	108,664	24,046	8.37%	158
53,784	712	65,286	4,156	6.15%	225
48,472	603	66,229	8,522	11.98%	36
5,598	120	9,782	833	7.67%	192
56,828	902	82,363	8,613	9.05%	120
14,323	214	28,313	2,557	8.37%	159
657,624	6,578	736,547	102,355	9.70%	84
3,170,753	87,547	3,393,427	463,205	8.32%	160
114,932	207	129,937	10,891	7.12%	215
34,963	105	41,430	4,058	9.20%	113
191,440	2,752	200,383	21,121	8.72%	138
480	6	658	374	33.91%	2
102,604	1,416	129,888	15,394	9.16%	116
76,021	959	113,958	12,494	8.57%	149
24,600	353	33,228	2,913	7.25%	211
43,908	486	66,120	6,317	8.57%	148
25,447	459	55,649	7,921	12.28%	30
10,245	214	17,168	2,384	11.90%	37
16,756	160	22,340	1,764	7.35%	207
10,033	140	12,591	1,338	9.45%	98

Report of Condition
Kentucky State Banks
December 31, 1993

Bank	City	Total Assets	Securities
Exchange Bank	**Mayfield**	**77,930**	**23,772**
Liberty Bank & Trust Co.	Mayfield	141,655	60,955
Bank of Maysville	**Maysville**	**71,628**	**21,555**
Security Bank & Trust Co.	Maysville	39,533	22,856
Jackson County Bank	**McKee**	**67,393**	**39,705**
Farmers Deposit Bank	Middleburg	23,494	2,298
Commercial Bank	**Middlesboro**	**95,951**	**25,520**
Commonwealth Bank & Trust Company	Middletown	95,583	24,724
Farmers Bank of Milton	**Milton**	**57,190**	**25,985**
The Monticello Banking Company	Monticello	113,412	33,399
Peoples First Bank of Morehead	**Morehead**	**44,792**	**16,185**
The Citizens Bank	Morehead	46,305	20,485
Union Bank & Trust Co.	**Morganfield**	**65,944**	**25,036**
Green River Bank	Morgantown	23,198	5,013
Morgantown Bank & Trust Co., Inc.	**Morgantown**	**72,640**	**27,023**
The Farmers & Traders Bank of Mt. Olivet	Mount Olivet	16,555	3,347
Montgomery & Traders Bank & Trust Co.	**Mount Sterling**	**157,105**	**43,538**
The Exchange Bank of Kentucky	Mount Sterling	62,667	20,806
The Peoples Bank	**Mount Washington**	**79,775**	**19,846**
The Bank of Mt. Vernon	Mt. Vernon	64,589	25,668
Hart County Bank and Trust Co.	**Munfordville**	**29,296**	**10,964**
Bank of Murray	Murray	254,405	86,074
Peoples Bank of Murray, Ky.	**Murray**	**184,233**	**48,157**
Citizens Bank	New Liberty	11,650	1,826
Citizens Bank of Campbell County	**Newport**	**10,111**	**3,464**
The Farmers Bank	Nicholasville	59,206	20,538
Central Bank & Trust Co.	**Owensboro**	**210,341**	**6,746**
First Farmers Bank & Trust Co.	Owenton	29,200	9,188

Loans & Leases	Loan Reserves	Total Deposits	Equity Capital	Leverage Ratio	Leverage Rank
49,273	426	68,891	7,217	9.47%	95
68,412	750	120,042	13,488	9.65%	87
38,444	535	61,712	9,014	12.96%	24
11,703	116	32,074	7,289	18.39%	6
20,064	751	54,072	11,291	17.17%	9
17,957	204	20,875	2,342	10.26%	69
62,238	827	85,894	9,047	9.40%	105
65,957	661	78,462	8,052	8.57%	146
26,672	275	50,592	6,349	10.85%	57
71,836	1,218	101,205	9,447	8.17%	174
24,143	717	40,827	3,757	8.26%	167
18,837	195	41,768	4,374	8.95%	124
31,341	878	57,969	7,548	11.83%	38
15,917	82	16,687	1,502	6.45%	221
40,766	753	64,366	6,924	9.54%	89
11,582	208	14,958	1,411	8.64%	140
100,402	1,812	129,740	14,533	9.46%	97
32,923	457	57,450	4,247	7.34%	208
50,495	381	65,293	5,251	6.85%	218
30,241	965	57,978	5,769	8.86%	127
10,594	213	26,210	2,637	9.27%	111
144,336	2,099	215,815	33,034	9.16%	117
118,376	1,487	152,011	26,257	14.27%	11
7,369	135	10,615	962	8.27%	165
2,611	40	5,393	4,688	58.71%	1
27,234	1,322	54,201	4,400	7.58%	196
128,179	1,643	177,500	14,376	7.39%	205
16,393	237	25,954	2,923	10.09%	72

Report of Condition
Kentucky State Banks
December 31, 1993

Bank	City	Total Assets	Securities
Peoples Bank & Trust Co.	**Owenton**	**47,137**	**18,286**
Farmers Bank	Owingsville	29,650	9,910
Owingsville Banking Company	**Owingsville**	**29,461**	**12,041**
Citizens Bank & Trust Co. of Paducah	Paducah	548,458	177,699
The Paducah Bank & Trust Co.	**Paducah**	**133,091**	**26,469**
Bourbon-Agricultural Deposit Bank & Trust C	Paris	143,608	75,832
Trans Financial Bank	**Pikeville**	**193,308**	**49,200**
First State Bank of Pineville	Pineville	95,379	34,094
The Central Bank of North Pleasureville	**Pleasureville**	**57,298**	**13,687**
Poole Deposit Bank	Poole	30,311	10,726
First Commonwealth Bank of Prestomsburg	**Prestonsburg**	**151,277**	**75,290**
The Bank Josephine	Prestonsburg	110,159	29,452
Farmers Bank and Trust Co., Princeton	**Princeton**	**74,609**	**31,997**
First Bank & Trust Co. of Princeton	Princeton	77,601	37,645
Providence State Bank	**Providence**	**32,694**	**16,762**
Hardin County Bank & Trust, Inc.	Radcliff	57,009	10,808
West Point Bank	**Radcliff**	**19,138**	**5,111**
Richmond Bank and Trust Co.	Richmond	100,959	22,890
First & Peoples Bank	**Russell**	**179,45[illegible]**	**87,055**
Kentucky Bank & Trust of Greenup County	Russell	53,711	9,466
Southern Deposit Bank	**Russellville**	**78,975**	**28,056**
The Sacramento Deposit Bank	Sacramento	30,233	9,685
The Salem Bank, Inc.	**Salem**	**41,736**	**19,826**
The Salt Lick Deposit Bank	Salt Lick	23,815	8,288
Peoples Bank	**Sandy Hook**	**36,254**	**17,961**
Sebree Deposit Bank	Sebree	17,745	5,797
Citizens Bank	**Sharpsburg**	**23,171**	**6,228**
Citizens Union Bank of Shelbyville	Shelbyville	179,331	51,166

Loans & Leases	Loan Reserves	Total Deposits	Equity Capital	Leverage Ratio	Leverage Rank
25,256	475	41,179	5,346	11.65%	42
17,800	210	26,925	2,545	8.69%	139
14,603	179	26,363	2,809	9.51%	92
340,365	7,933	427,860	60,459	10.81%	59
87,751	956	115,391	10,392	7.90%	185
61,879	1,172	110,936	12,832	9.01%	122
120,973	2,622	174,339	15,982	8.22%	169
52,834	662	83,997	8,885	8.89%	126
37,129	329	44,471	4,267	7.53%	199
14,908	91	26,536	3,540	11.73%	41
61,002	1,116	131,679	10,508	6.99%	217
74,113	1,600	96,256	11,411	10.44%	64
37,296	625	63,717	8,950	12.12%	34
34,019	729	68,197	7,228	9.29%	110
13,732	251	29,738	2,036	6.16%	224
34,792	1,220	47,700	9,012	11.20%	49
12,690	78	13,636	1,655	8.44%	154
69,344	783	87,587	8,666	8.58%	145
77,399	1,094	160,983	16,781	9.38%	107
32,372	346	40,299	7,271	14.17%	13
38,201	672	68,635	9,061	8.55%	151
17,088	205	24,794	5,249	17.64%	8
16,603	447	37,512	3,992	9.69%	85
13,452	163	21,413	2,165	9.41%	104
16,929	153	26,465	4,237	12.65%	26
9,946	225	13,492	2,507	25.25%	5
12,807	131	20,818	2,108	9.53%	90
122,909	2,331	134,747	15,293	8.50%	153

Report of Condition
Kentucky State Banks
December 31, 1993

Bank	City	Total Assets	Securities
Republic Bank of Shelby Co.	Shelbyville	84,712	9,110
Shelby County Trust Bank	Shelbyville	115,177	37,401
Bullitt County Bank	Shepherdsville	49,001	15,967
The Peoples Bank of Bullitt Co.	Shepherdsville	109,628	25,392
CNB Bk. of KY	Shively	58,357	10,173
Cumberland Security Bank, Inc.	Somerset	63,871	14,313
First & Farmers Bank of Somerset, Inc.	Somerset	234,526	53,980
First & Peoples Bank	Springfield	45,310	7,826
Springfield State Bank	Springfield	94,245	41,705
Powell County Bank	Stanton	68,138	21,992
Farmers State Bank	Sturgis	61,608	22,834
The Peoples Bank	Taylorsville	55,399	15,202
Bank of Livingston Co.	Tiline	27,566	13,122
Deposit Bank of Monroe Co.	Tompkinsville	73,103	15,795
Peoples Bank of Tompkinsville	Tompkinsville	32,870	9,208
United Southern Bank	Trenton	51,491	11,439
Citizens Deposit Bank & Trust	Vanceburg	71,412	8,028
The Woodford Bank and Trust Co.	Versailles	111,175	51,640
United Bank & Trust Co.	Versailles	85,920	29,441
Farmers Bank of Vine Grove	Vine Grove	24,103	10,184
Farmers State Bank	Warsaw	22,774	4,317
Bank of the Mountains, Inc.	West Liberty	33,279	11,677
Commercial Bank	West Liberty	72,814	25,690
First Security Bank & Trust Co.	Whitesburg	93,465	28,319
The Bank of Whitesburg	Whitesburg	129,236	29,087
Bank of McCreary Co.	Whitley City	75,868	23,615
Citizens State Bank	Wickliffe	50,548	9,962
Bank of Williamsburg	Williamsburg	39,441	11,021

Loans & Leases	Loan Reserves	Total Deposits	Equity Capital	Leverage Ratio	Leverage Rank
62,873	320	62,962	5,819	7.73%	189
70,322	1,309	80,653	9,296	8.26%	166
29,100	261	37,854	3,151	6.60%	219
67,589	873	94,019	15,355	13.93%	14
44,697	747	50,467	4,821	8.13%	176
40,053	885	58,081	5,485	9.31%	109
165,235	3,301	209,502	18,303	7.86%	186
31,600	451	41,103	3,068	7.11%	216
43,426	729	85,045	8,711	9.47%	96
40,361	828	63,341	4,310	6.25%	222
30,363	408	53,108	8,108	12.99%	22
32,707	222	44,153	4,127	7.74%	188
12,398	203	24,649	2,509	9.18%	114
51,500	574	65,692	6,799	9.85%	76
21,241	300	29,258	3,464	10.61%	62
33,702	389	47,750	3,648	7.20%	212
57,568	619	65,609	5,040	7.26%	210
51,203	1,386	99,850	11,042	10.43%	65
46,892	992	77,436	6,863	7.90%	184
11,951	156	21,564	2,361	9.81%	80
15,985	240	20,538	2,019	9.02%	121
17,572	176	28,677	3,608	10.92%	56
32,202	387	63,521	5,883	8.16%	175
56,328	1,054	79,104	8,898	9.52%	91
91,979	1,882	116,931	9,764	7.54%	197
44,703	1,248	63,869	7,311	9.42%	101
33,602	510	46,243	3,845	7.86%	187
22,387	411	36,163	3,121	8.20%	171

Report of Condition
Kentucky State Banks
December 31, 1993

Bank	City	Total Assets	Securities
Grant County Deposit Bank	**Williamstown**	52,522	15,333
The Bank of Williamstown	Williamstown	83,681	26,124
Peoples Commercial Bank	**Winchester**	105,917	31,698
Graves County Bank, Inc.	Wingo	34,144	6,509
Totals		24,825,281	7,570,904

Loans & Leases	Loan Reserves	Total Deposits	Equity Capital	Leverage Ratio	Leverage Rank
30,062	511	46,990	5,030	9.71%	83
50,676	590	71,756	9,755	11.82%	39
65,552	1,137	83,709	7,930	7.49%	203
25,206	347	30,973	3,037	8.85%	130
14,707,736	261,740	19,081,415	2,302,429	9.30%	

Total Assets
Kentucky State Trust Companies
December 31, 1993

Name	City	Total Assets
Trust Company of Kentucky	Ashland	$ ---- 0 ----*
Hilliard Lyons Trust Company	Louisville	$ 7,554,478
Kentucky Home Trust Company	Louisville	$ 1,269,995

* Licensed and chartered to do business as of December 9, 1993. Operations commenced January 1, 1994.

Loan Production Offices

December 31, 1993

Bank	Location of LPO
United Citizens Bank, New Castle	Carrollton
Bourbon-Agricultural Deposit Bank & Trust Company, Paris	Cynthiana
Bank of Marrowbone, Marrowbone	Glasgow
The Bank of Whitesburg, Whitesburg	Hazard
United Southern Bank, Trenton	Hopkinsville
The Sakura Bank, Limited, Japan	Lexington
The Sanwa Bank, Ltd., Japan	Lexington
The Tokai Bank, Ltd., Japan	Lexington
Union Bank & Trust Company, Irvine	Lexington
Citizens Union Bank, Shelbyville	Louisville
The Fifth Third Bank, Cincinnati	Louisville
Beaver Dam Deposit Bank, Beaver Dam	Owensboro
Amity Bank, Woodbridge, Conn.	Radcliff
Citizens Guaranty Bank, Irvine	Richmond
Bank of Mt. Vernon, Mt. Vernon	Somerset
First Security Bank, Winchester	Stanton
Hardin County Bank and Trust Company, Radcliff	St. Matthews
Bourbon-Agricultural Deposit Bank & Trust Company, Paris	Winchester
Vine Street Trust Company, Lexington	Atlanta, Georgia

New Bank Charters, Trust Company Charters, Bank Conversions,Name Changes, Mergers, and Main Office Relocations

Bank Charters

9-1-93	THE BANK - Oldham County, Inc., LaGrange
10-13-93	Citizens Bank of Campbell County, Inc., Newport

Trust Company Charters

10-18-83	Trust Company of Kentucky, Ashland

Bank Conversions

1-1-93	NationsBank of Kentucky, Hopkinsville, converted to NationsBank of Kentucky, National Association, Hopkinsville
1-4-93	The Fifth Third Bank of Central Kentucky, N.A., Lexington, converted to Fifth Third Bank of Central Kentucky, Lexington
10-29-93	West Point National Bank, Radcliff, converted to West Point Bank, Radcliff

Name Changes

2-8-93	Citizens Fidelity Bank and Trust Company, Louisville, became PNC Bank, Kentucky, Inc., Louisville
8-2-93	The Citizens Bank of Pikeville, Inc. became Trans Financial Bank, Pikeville

Mergers

3-29-93	First Kentucky Trust Company, Louisville, merged into First National Bank of Louisville with the new title National City Bank, Kentucky
6-18-93	Citizens Bank of Henderson County, Henderson, merged into The First National Bank of Henderson, Henderson to become Citizens Bank of Henderson County, National Association, Henderson
6-30-93	Corbin Deposit Bank & Trust Company, Corbin, merged into Cumberland Valley National Bank & Trust Company, London

Main Office Relocations

8-19-93	United Citizens Bank & Trust Company, New Castle, moved from New Castle to Campbellsburg

SIXTIETH ANNUAL

CREDIT UNION REPORT

Annual Consolidated Statement of Assets
Kentucky State Credit Unions

Year	Total Assets
June 30, 1934	$ 391,943
June 29, 1935	725,535
June 30, 1936	1,249,342
June 30, 1937	1,660,520
June 30, 1938	1,696,127
June 30, 1939	2,057,015
June 30, 1941	3,146,257
June 30, 1942	3,251,825
June 30, 1943	2,982,267
June 30, 1944	3,088,248
June 30, 1945	3,505,257
June 29, 1946	4,144,653
June 30, 1947	4,995,675
June 30, 1948	6,083,221
June 30, 1949	7,107,044
June 30, 1950	8,334,194
June 30, 1951	8,179,622
June 30, 1952	10,516,625
June 30, 1953	12,623,784
June 30, 1954	14,781,357
June 30, 1955	16,702,656
June 30, 1956	19,107,017
June 30, 1957	21,437,514
June 30, 1958	23,623,385
June 30, 1959	26,447,334
June 30, 1960	27,979,449
June 30, 1961	29,357,256
June 30, 1962	31,739,280
June 29, 1963	34,501,791
June 30, 1964	39,301,082
June 30, 1965	43,391,089
June 30, 1966	46,430,845
June 30, 1967	50,065,518
June 30, 1968	53,669,699
June 30, 1969	58,409,409
June 30, 1970	64,297,546
June 30, 1971	71,728,169
June 30, 1972	81,246,995
June 30, 1973	91,221,819
June 30, 1974	100,937,750
June 30, 1975	113,438,105
June 30, 1976	129,079,696
June 30, 1977	147,094,455
June 30, 1978	169,281,627
June 30, 1979	176,261,333

Annual Consolidated Statement of Assets
Kentucky State Credit Unions

Year	Total Assets
June 30, 1980	170,888,349
June 30, 1981	198,916,832
June 30, 1982	190,721,775
June 30, 1983	226,257,290
June 30, 1984	270,077,766
June 30, 1985	324,359,567
June 30, 1986	465,930,836
June 30, 1987	534,721,314
June 30, 1988	522,854,417
December 31, 1988	486,976,000
December 31, 1989	482,857,000
December 31, 1990	509,758,691
December 31, 1991	554,628,084
December 31, 1992	610,893,902
December 31, 1993	$ 643,540,808

Consolidated Report of Condition
Kentucky State Credit Unions

	59 Credit Unions Dec. 31, 1993	Change	60 Credit Unions Dec. 31, 1992
ASSETS			
Unsecured Loans	116,760,420	7.72%	108,383,109
New Auto Loans	74,323,715	7.76%	68,966,273
Used Auto Loans	56,757,940	33.22%	42,603,989
1st Mortgage Real Estate Loans	58,073,616	34.20%	43,273,351
Other Real Estate Loans	38,526,023	-0.45%	38,701,883
Other Loans to Members	20,199,120	11.68%	18,085,801
Other Loans (Purchased & to Non-members	252,906	16.26%	217,532
Total Loans	364,893,740	13.94%	320,231,938
Allowance for Loan Loss	(4,905,676)	-2.99%	(5,057,173)
Net Loans	369,799,416	17.33%	315,174,765
Cash	13,693,867	-3.75%	14,228,624
U.S. Gov't Obligations	16,034,294	-51.03%	32,745,421
Federal Agency Securities	109,113,854	18.63%	91,974,437
GSPs & NIFCU$ Mutual Funds	817,657	-39.15%	1,343,820
All Other Mutual Funds	2,580,074	38.66%	1,860,640
Corporate Credit Unions	43,881,399	-22.76%	56,818,343
Commercial Banks	38,708,157	2.59%	37,727,851
Savings & Loans	19,856,821	-2.03%	20,269,513
Credit Unions	0	0.00%	0
National CU Share Ins. Fund	5,100,389	7.10%	4,762,009
Other Investments	17,049,347	-7.95%	18,522,312
Total Investments	253,141,988	-4.84%	266,024,346
Allowance for Investment Loss	(46,310)	68.58%	(27,470)
Net Investments	253,095,678	-4.85%	265,996,876
Land & Building	9,001,595	12.52%	7,999,692
Other Real Estate Owned	0	0.00%	0

Consolidated Report of Condition
Kentucky State Credit Unions

	59 Credit Unions Dec. 31, 1993	Change	60 CreditUnions Dec. 31, 1992
Other Fixed Assets	2,678,884	2.24%	2,620,178
Other Assets	5,082,720	4.28%	4,873,767
Total Non-Earning Assets	16,763,199	8.19%	15,493,637
Total Assets	643,540,808	5.34%	610,893,902
LIABILITIES & EQUITY			
Promissory Notes	0	0.00%	0
Reverse Repurchase Agreements	0	0.00%	0
Other Notes/Interest Payable	0	0.00%	0
Total Borrowings	0	0.00%	0
Interest Payable	1,633,104	-14.14%	1,902,136
Other Liabilities	2,315,411	38.28%	1,674,326
Total Liabilities	3,948,515	10.40%	3,576,462
Share Drafts	27,691,868	11.96%	24,733,204
Regular Shares	409,359,894	4.52%	391,635,104
Money Market Shares	4,914,033	8.76%	4,517,915
Share Certificates	50,366,138	0.90%	49,912,697
IRA/Keogh & Retirement Accts	65,079,616	-0.00%	65,079,697
All Other Shares & Deposits	1,319,155	34.16%	983,234
Total Member Shares & Deposits	558,730,704	4.07%	536,862,546
Non-Member Shares	0	0.00%	0
Total Shares & Deposits	558,730,704	4.07%	536,862,546
Regular Reserve	23,707,422	7.35%	22,083,137
Investment Valuation Reserve	0	-100.00%	3,930,975
Other Reserves	1,952,785	66.90%	1,170,000
Undivided Earnings	55,201,382	27.57%	43,270,782
Total Equity Capital	80,861,789	14.77%	70,454,894
Total Liabilities & Equity	643,540,808	5.34%	610,893,902

Consolidated Report of Income
Kentucky State Credit Unions

	59 Credit Unions Dec. 31, 1993	Change	60 Credit Unions Dec. 31, 1992
INCOME (Operating)			
Interest on Loans	33,734,500	-1.97%	34,412,495
Less Interest Refunded	(60,568)	18.46%	(51,129)
Investment Income	12,833,599	-9.46%	14,174,847
Income (Loss) on Trading Accts	0	0.00%	0
Fee Income	2,324,043	20.00%	1,936,551
Other Operating Income	870,331	0.42%	866,616
Total Gross Income	49,701,905	-3.18%	51,339,381
EXPENSES (Operating)			
Employee Comp. & Benefits	8,518,978	11.96%	7,608,812
Office Occupation/Operations	6,733,168	9.38%	6,155,532
Provission for Loan Loss	1,511,792	-6.42%	1,615,548
Provission for Investment Loss	0	0.00%	0
Member Insurance	576,348	-47.28%	1,093,294
Examination/Supervision	182,505	-12.97%	209,704
Miscellaneous	449,126	-8.80%	492,511
Total Operating Expense	17,971,917	4.63%	17,175,401
Net Income from Operations	31,729,988	-7.12%	34,163,980
NON-OPERATING INCOME (EXPENSES)			
Gain (Loss)/Sale of Investments	(12,821)	-2214.67%	606
Gain (Loss)/Disp. of Fixed Assets	1,626	97.20%	(58,241)
Other Non-Operating Income	4,292	435.83%	801
Total Non-Operating Income	(6,903)	112.14%	(56,834)
Net Income Before Dividends	31,723,085	-6.98%	34,107,146

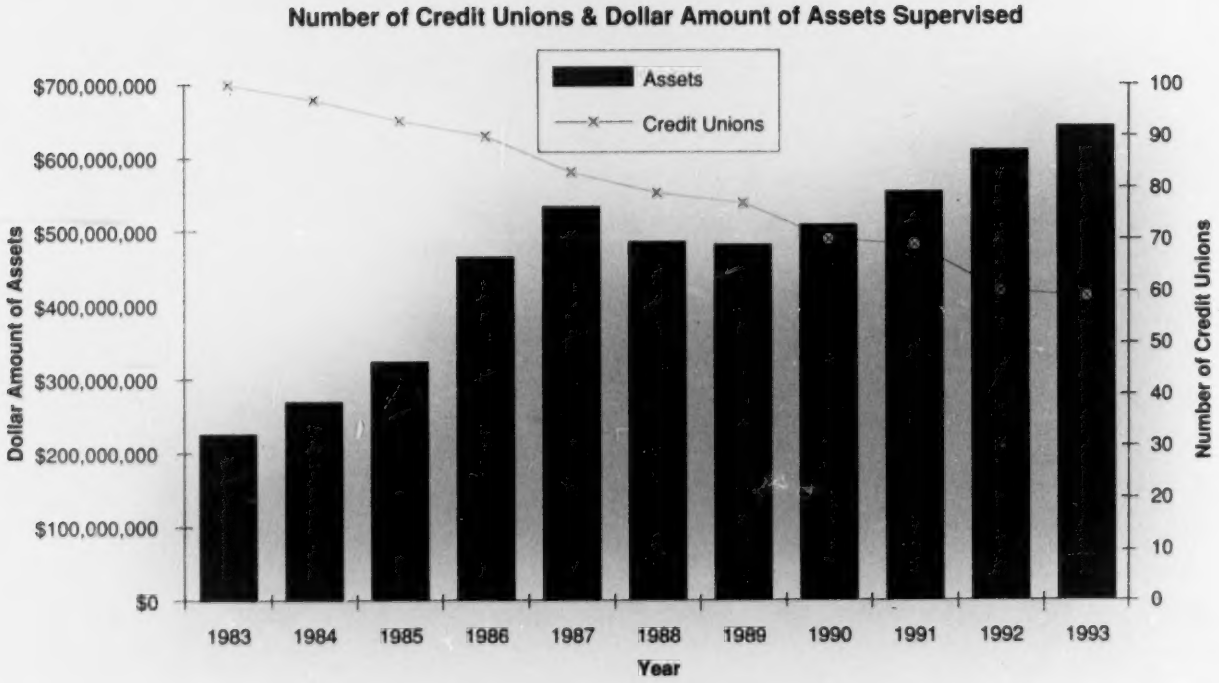
Consolidated Report of Income
Kentucky State Credit Unions

	59 Credit Unions Dec. 31, 1993	Change	60 Credit Unions Dec. 31, 1992
COST OF FUNDS			
Interest on Borrowed Money	12,937	3094.32%	405
Dividends on Shares	20,213,587	-12.27%	23,042,309
Total Cost of Funds	20,226,524	-12.22%	23,042,714
Net Income after Cost of Funds	11,465,561	5.15%	10,903,617
RESERVE TRANSFERS			
Required transfer to Reserves	230,427	126.88%	101,562
NI After Req. Reserve Transfer	11,235,134	4.00%	10,802,055
Voluntary Transfer to Reserves	2,291,094	91.58%	1,195,836
NI After All Reserve Transfers	8,944,040	-6.89%	9,606,219

Selected Composite Operating Ratios
Kentucky State Credit Unions
December 31, 1993

	Call Report Line	
Capital/Assets	pg. 1, lines (2+5+15+16+17+18)/line 10	13.34%
Net Capital/Assets	pg. 1, lines (15+16+17+18)/line 10	12.57%
Loans /Assets	pg. 1, line 1/line 10	56.70%
Loans/Shares	pg. 1, line 1/line 14	65.30%
Delinquent Loans/Total Loans	pg. 3, line 13/pg. 1, line 1	1.02%
Gross Income/Average Assets	pg. 2, line 7/pg. 1, line 10*	7.93%
Cost of Funds/Average Assets	pg. 2, lines (26+27+28)/pg. 1, line10*	3.23%
Operating Expenses/Average Assets	pg. 2, line 20/pg. 1, line 10*	2.87%
Net Income (after dividends)/Average Assets	pg. 2, line 29/pg. 1, line 10*	1.79%
Current Members/Potential Members	pg. 8, line 6/line 7	41.90%

* Average Assets calculated using year-end '92 call report information.


Number of Credit Unions & Dollar Amount of Assets Supervised
Assets
Credit Unions
$700,000,000
$600,000,000
$500,000,000
$400,000,000
$300,000,000
$200,000,000
$100,000,000
$0
Dollar Amount of Assets
100
90
80
70
60
50
40
30
20
10
0
Number of Credit Unions
1983
1984
1985
1986
1987
1988
1989
1990
1991
1992
1993
Year

Credit Union Mergers and Name Changes

Mergers

5-1-93 Reliance Employees Credit Union, Louisville, mergered into L&N Federal Credit Union, Louisville

Credit Union Name Changes

6-15-93 Covington Ky. C&O Employees Credit Union, Covington, changed its name to C&O United Credit Union

Report of Condition
Kentucky State Credit Unions
December 31, 1993

Credit Union	City	Total Assets	Cash	Total Investments
A.A.F. Employees	Louisville	585,429	423	354,243
Alcan Employees	Louisville	3,348,166	194,203	1,785,161
Ashland ARMCO Employees	Ashland	42,367,890	612,989	23,072,262
Ashland Oil Employees	Ashland	72,836,293	890,375	26,215,601
B.C.B.S.	Louisville	3,585,688	873,714	366,910
Berea	Berea	804,135	74,645	75,661
Bourbon	Louisville	235,159	17,752	49,105
Brown-Forman Employees	Louisville	4,404,782	208,770	1,924,167
C&O United	Louisville	5,461,099	-176,046	1,474,307
C. Lee Cook Employees	Louisville	304,818	14,725	76,140
Coca-Cola Employees of Elizabethtown	Elizabethtown	475,077	16,290	305,916
Coca-Cola Employees	Frankfort	409,258	17,337	125,186
Commonwealth	Louisville	246,417,919	2,680,564	103,204,116
Corhart Employees	Louisville	854,283	33,217	330,320
Courier-Journal & Times	Covington	7,969,015	40,985	5,089,309
Covington City Employees	Covington	1,756,019	68,278	1,296,333
CUE	Louisville	3,912,978	23,351	1,335,746
Dixie Cup	Lexington	868,051	56,686	354,414
Enro Shirt Company Employees	Louisville	1,571,725	16,816	558,148
Fancy Farm	Fancy Farm	7,056,394	105,106	4,236,110
Ferry-Morse (Fulton)	Fulton	256,651	9,078	87,076
First Commonwealth	Louisville	2,428,140	71,679	785,399
Gamble Brothers Employees	Louisville	274,181	18,284	95,572
GTKY Employees	Lexington	22,506,449	869,287	4,949,965
Jockey International	Carlisle	1,168,396	94,835	865,401
K.A.W.A.	Lexington	369,591	20,816	63,281
Kemba Louisville	Louisville	22,161,862	431,791	7,658,494
KENESCO	Ashland	2,027,946	68,029	521,342

Total Loans	Loan Reserve	Total Shares	Equity Capital	Leverage Ratio	Current Members	Assets Rank
244,236	13,473	468,961	108,233	18.48%	298	45
1,372,284	41,339	2,990,702	320,047	9.55%	1,095	23
17,535,213	676,132	36,173,471	5,395,217	12.73%	9,186	3
43,637,126	454,093	65,654,430	6,196,583	8.50%	13,204	2
2,362,848	41,237	3,130,738	434,832	12.12%	1,768	21
667,874	16,649	738,113	63,991	7.95%	637	43
170,242	2,000	185,486	38,495	16.36%	179	56
2,300,602	57,684	4,065,436	330,887	7.51%	1,446	19
4,132,609	94,771	4,989,616	464,745	8.51%	2,960	17
218,204	7,758	241,861	50,490	16.56%	245	50
155,428	4,825	363,379	106,065	22.32%	125	46
292,434	26,659	281,439	125,592	30.68%	261	47
135,069,554	1,072,070	206,658,029	39,214,021	15.91%	49,784	1
487,688	9,549	714,816	133,957	15.68%	372	41
2,840,247	85,000	6,296,691	1,397,792	17.54%	1,480	13
408,152	26,334	1,483,085	272,847	15.53%	520	32
2,556,903	40,375	3,267,518	604,856	15.45%	1,314	20
464,453	8,702	738,757	128,311	14.78%	480	40
1,004,767	16,616	1,333,061	221,013	14.06%	1,091	33
2,862,798	254,729	6,470,071	532,753	7.54%	1,666	14
162,891	5,600	218,554	33,473	13.04%	204	55
1,593,254	33,424	2,200,952	217,524	8.95%	1,329	28
177,193	16,868	235,343	37,394	13.63%	232	54
15,551,938	80,423	20,497,853	1,980,886	8.80%	5,032	6
208,638	8,259	879,742	280,833	24.03%	1,307	37
293,197	7,703	323,269	45,552	12.32%	546	48
13,184,415	232,341	18,921,104	3,011,901	13.59%	5,284	7
1,450,479	20,000	1,782,153	220,671	10.88%	500	31

Report of Condition
Kentucky State Credit Unions
December 31, 1993

Credit Union	City	Total Assets	Cash	Total Investments
Kentucky Conference	Lexington	846,882	8,569	349,413
Kentucky Employees	Frankfort	34,187,603	457,557	14,153,000
Kentucky Power Company Employees	Ashland	1,328,234	-121,541	678,296
Kitco Employees	Louisville	3,549,381	526,359	1,691,259
Knottsville	Philpot	704,715	32,868	273,554
Ky. Co. Chem.	Louisville	361,025	70,222	61,475
Letcher County Teachers	Whitesburg	947,415	219,810	387,056
Lexington Postal	Lexington	13,478,679	610,556	5,842,870
Louisville Dist. U. S. Engineers Employees	Louisville	3,321,421	496,018	1,560,871
Louisville Federal	Louisville	14,168,863	668,815	6,345,953
Louisville Gas & Electric Company	Louisville	9,897,325	761,597	2,623,498
Louisville Naval Ordnance	Louisville	19,173,725	132,398	7,930,571
Louisville Police Officers	Louisville	6,890,675	365,141	1,378,265
Lourdes Employees	Paducah	943,225	215,704	286,397
Metro Employees	Lexington	2,984,359	458,101	547,464
Muhlenberg Community Hospital	Greenville	287,604	60,392	85,599
Newport Postal	Newport	297,935	5,790	89,528
Paducah City Employees	Paducah	2,228,811	50,425	1,399,825
Progress	Louisville	199,783	6,517	112,415
Rural Cooperatives	Louisville	12,545,620	81,771	2,365,801
Service One	Bowling Green	36,261,014	585,940	8,318,218
St. Augustine	Covington	283,329	5,304	203,336
St. Henry Parish	Erlanger	2,110,997	3,458	1,467,389
St. John's Parish	Covington	222,190	2,951	125,063
St. Monica	Bardstown	35,393	5,786	15,844
Tarcana	Louisville	3,314,609	112,383	927,289
Taylor Manufacturing Employees	Campbellsville	1,234,403	60,899	261,168
Texas Gas Employees	Owensboro	6,405,474	243,092	2,065,676

Total Loans	Loan Reserve	Total Shares	Equity Capital	Leverage Ratio	Current Members	Assets Rank
505,488	20,310	776,651	62,480	7.37%	375	42
19,279,531	96,398	30,630,122	3,480,776	10.18%	5,619	5
781,633	10,154	1,177,136	151,098	11.37%	846	34
1,381,909	61,468	2,932,574	616,807	17.37%	934	22
383,969	10,328	643,986	55,850	7.92%	777	44
230,824	2,138	294,098	64,644	17.90%	164	49
347,865	9,059	848,605	99,135	10.46%	533	38
7,046,460	159,375	12,126,844	1,257,231	9.32%	3,478	10
1,289,161	36,094	3,076,337	219,395	6.60%	1,250	24
7,175,351	27,437	12,308,667	1,826,394	12.89%	3,500	9
6,580,296	86,936	8,975,313	909,619	9.19%	3,384	12
11,039,271	118,020	16,474,563	2,667,168	13.91%	3,883	8
4,682,714	110,618	6,305,309	574,617	8.33%	2,080	15
463,188	22,548	851,640	77,550	8.22%	1,194	39
1,980,850	40,366	2,655,179	323,477	10.83%	1,891	26
141,181	4,047	231,188	55,889	19.43%	352	52
203,775	1,158	236,117	61,773	20.73%	159	51
781,011	13,500	1,942,257	282,699	12.68%	819	29
87,163	6,312	178,769	19,172	9.59%	131	58
10,121,515	83,664	11,527,838	900,555	7.17%	4,723	11
26,318,807	358,525	33,405,018	2,749,308	7.58%	13,645	4
85,559	10,870	247,043	28,142	9.93%	322	53
635,807	15,984	1,892,012	205,365	9.72%	1,240	30
101,823	9,483	189,810	32,380	14.57%	168	57
17,151	3,388	28,900	5,599	15.81%	175	59
2,353,620	95,856	2,840,255	449,755	13.56%	1,075	25
926,260	13,950	1,052,104	108,368	8.77%	2,827	36
4,154,584	58,185	5,860,085	450,548	7.03%	1,609	16

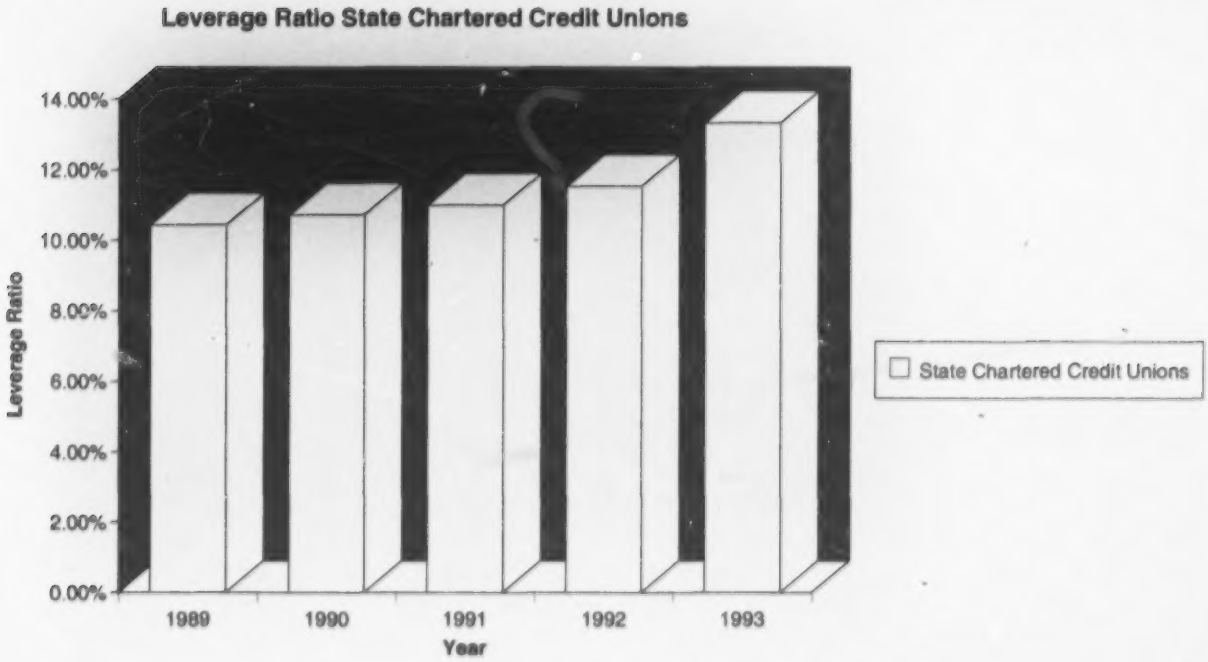
Report of Condition
Kentucky State Credit Unions
December 31, 1993

Credit Union	City	Total Assets	Cash	Total Investments
Transit	Ft. Wright	1,261,247	103,826	534,007
VAMC Employees	Lexington	2,431,484	81,305	892,213
Whitesville Community	Whitesville	5,219,994	27,875	2,912,990

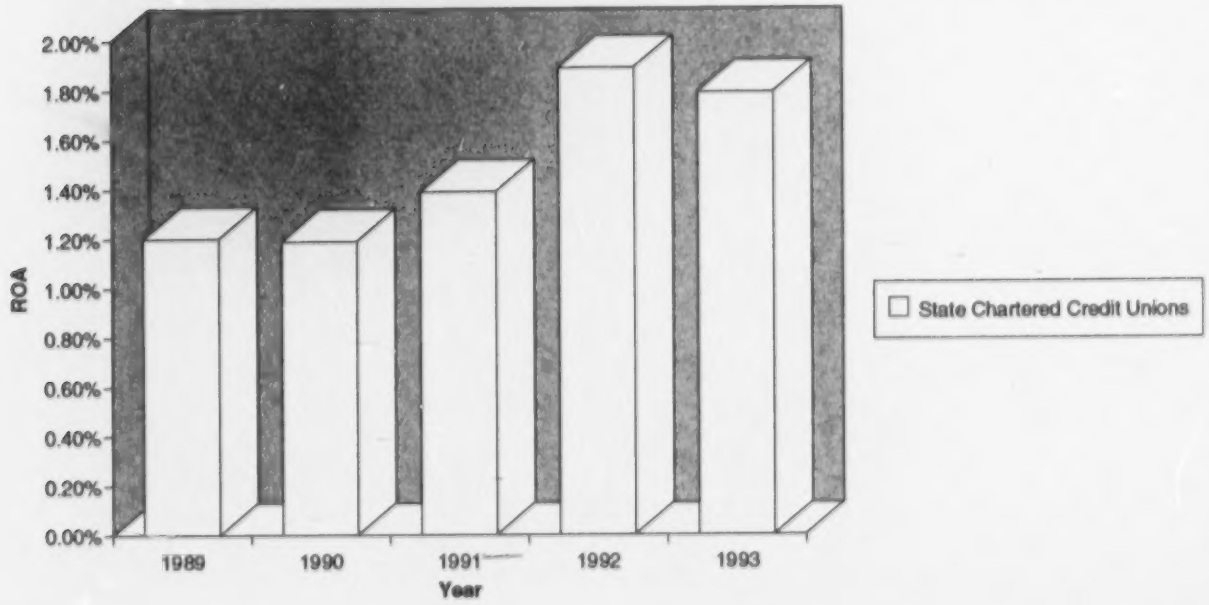
Total Loans	Loan Reserve	Total Shares	Equity Capital	Leverage Ratio	Current Members	Assets Rank
640,700	23,690	1,177,658	82,866	6.57%	300	35
1,454,033	15,150	2,045,103	384,063	15.79%	1,237	27
2,296,574	26,050	4,494,893	689,905	13.21%	1,211	18

SIXTIETH ANNUAL

CONSUMER LOAN REPORT


Leverage Ratio State Chartered Credit Unions
14.00%
12.00%
10.00%
8.00%
6.00%
4.00%
2.00%
0.00%
Leverage Ratio
1989
1990
1991
1992
1993
Year
State Chartered Credit Unions

Return on Assets State Chartered Credit Unions



Annual Consolidated Statement of Assets
Kentucky Consumer Loan Companies

Year	Total Assets
December 31, 1970	215,167,905
December 31, 1971	226,157,998
December 31, 1972	239,477,617
December 31, 1973	245,215,588
December 31, 1974	229,683,167
December 31, 1975	208,570,020
December 31, 1976	211,463,297
December 31, 1977	239,296,246
December 31, 1978	268,373,094
December 31, 1979	293,273,325
December 31, 1980	259,294,136
December 31, 1981	211,028,452
December 31, 1982	232,543,585
December 31, 1983	321,540,852
December 31, 1984	382,601,061
December 31, 1985	421,405,340
December 31, 1986	493,127,698
December 31, 1987	566,180,285
December 31, 1988	640,725,342
December 31, 1989	667,957,592
December 31, 1990	696,270,222
December 31, 1991	730,091,564
December 31, 1992	761,442,628
December 31, 1993	$ 822,215,474

Consolidated Report of Condition
Kentucky Consumer Loan Companies

	Dec. 31, 1993 342 CL Cos.	Change	Dec. 31, 1992 330 CL Cos.
ASSETS			
Cash and Due from Depositor Institutions	6,517,979	62.95%	3,999,908
Loans Receivable:			
Add-on Loans, Net of Unearned Interest	432,838,501	1.03%	428,403,863
Percent Per Month Basis Loans	76,699,717	-88.67%	677,188,053
Total Loans, Net of Unearned Interest	509,538,218	2.81%	495,591,916
Less: Reserve for Bad Debts	20,415,205	-1.33%	20,690,702
Total Loans Receivable, Net of Unearned Interest and Reserves	489,123,013	2.99%	474,901,214
Premises and Fixed Assets (Net of Depreciation)	4,548,222	7.66%	4,224,576
Deferred Charges and Prepaid Expenses	4,790,221	87.87%	2,549,693
Other Assets Used in Consumer Loan Business	21,616,943	40.95%	15,336,354
Total Assets Used in Consumer Loan Business	526,596,378	5.10%	501,011,745
All Other Assets	295,619,097	13.51%	260,430,883
TOTAL ASSETS	822,215,474	7.98%	761,442,628
LIABILITIES & CAPITAL or NET WORTH			
Investment Certificates	562,986	-83.49%	3,411,665
Other Liabilities	629,606,872	7.25%	587,003,546
Total Liabilities	630,169,858	6.73%	590,415,211
CAPITAL AND NET WORTH			
CORPORATIONS:			
Subordinated Notes	498	100.00%	0
Capital Notes	6,152	100.00%	0
Other Indebtedness	100	100.00%	0
Total Debt Capital	6,750	100.00%	0
Capital Stock	4,472,165	-48.59%	8,700,402

Consolidated Report of Condition
Kentucky Consumer Loan Companies

	Dec. 31, 1993 342 CL Cos.	Change	Dec. 31, 1992 330 CL Cos.
Paid-in Surplus	25,143,682	35.67%	18,532,882
Earned Surplus	94,570,170	22.54%	77,172,361
INDIVIDUALS AND PARTNERSHIPS			
Net Worth	788,054	45.38%	542,049
Individual Licensed Offices Net Worth	67,098,950	1.54%	66,079,723
TOTAL LIABILITIES & CAPITAL or NET WORTH	822,242,879	7.98%	761,442,628

Loans Made in 1993 Classified by Collateral
Kentucky Consumer Loan Companies

Collateral	Amount	Percent of Total
Personal Items/Household Goods	169,278,488	32.48%
Motor Vehicles	60,623,253	11.63%
Motor Vehicles & Personal Items	120,924,126	23.20%
Real Estate	39,321,097	7.54%
Unsecured Notes	59,655,470	11.44%
Endorsed and/or Co-Maker Notes	10,463,882	2.00%
Other Considerations	60,837,253	11.67%
Total	521,103,569	100.00%

Kentucky Consumer Loan Companies
December 31, 1993

Name	Address	City	License Number
Able Loan Company			
	198 North Hanover	Lexington	1153
Acme-Good Will Finance			
	207 East Ninth Street	Hopkinsville	309
Action Loan Company			
	730 W. Market Street, Suite 450	Louisville	1131
American General Finance of America, Inc.			
	554 U.S. 31	Bowling Green	33
	113 West Main Street	Campbellsville	764
	4333 Winston Avenue, Latonia Center	Covington	1271
	801 Maple Avenue	Danville	47
	Elizabethtown Shopping Center	Elizabethtown	1097
	3126 Dixie Highway	Erlanger	509
	8176 Mall Road Center	Florence	1098
	821 Louisville Road	Frankfort	51
	601-A Happy Valley Road	Glasgow	43
	Town & Country Shopping Center	Hazard	58
	1321 Second Street	Henderson	14
	Skyline Shopping Center	Hopkinsville	591
	571 New Circle Road, Suite 2	Lexington	461
	115 N. Locust Hill Drive	Lexington	674
	3705 Nicholasville Road	Lexington	636
	2602 Preston Street	Louisville	326
	7305 South Preston Highway	Louisville	726
	9104 Taylorsville Road	Louisville	110
	4109 Bardstown Road, Suite B	Louisville	812
	4006 Dutchmans Lane	Louisville	1101
	755 East Center Street	Madisonville	48
	543 North Shawnee Road	Maysville	1281
	3333-B Frederica Street	Owensboro	2
	5101 Frederica Street	Owensboro	1174
	5153 Hinkleville Road	Paducah	147
	225 Court Street	Paintsville	1175
	613 Main Street	Paris	348
	118 West Market Street	Princeton	59
	640 University Shopping Center	Richmond	616
	1705 Unit 3, Highway 44 East	Shephardsville	1286
	10110 Dixie Highway #2	Shively	561
	3540 S. Highway 27	Somerset	993
	740 Bypass Road, Hilltop Terrace	Winchester	622
Appalachian Finance Company			
	Ky. 80 and U.S. 421	Hyden	1114

Kentucky Consumer Loan Companies

December 31, 1993

Name	Address	City	License Number
Ashland Finance Company of Kentucky			
	1600 1/2 Carter Avenue	Ashland	295
	Cumberland Gap Parkway	Barbourville	739
	111 North Main Street	London	475
	U.S. Highway 119, Blair Building	South Williamson	582
Associates Financial Services Company of Kentucky, Inc.			
	2800 Scottsville Road	Bowling Green	1122
	225 Main Street	Florence	1309
	90 Alexandria Pike, Suite 19	Ft. Thomas	1123
	3101 Clays Mill Road, Suite 400	Lexington	268
	2241 Hikes Lane	Louisville	162
AVCO Financial Services Two, Inc.			
	8414 U.S. 42	Florence	1000
	2417 Nicholasville Road	Lexington	1009
	2014 South Hurstbourne Parkway	Louisville	1263
	4917 K Dixie Highway	Louisville	954
	403 Maple Street	Murray	1124
	Route 41-A	Oak Grove	967
Banc One Financial Services, Inc.			
	7017 Turfway Road	Florence	1082
	112 Mount Tabor Road, Unit 11	Lexington	977
	4020 Taylorsville Road	Louisville	966
Beneficial Kentucky, Inc.			
	1140 Winchester Avenue	Ashland	83
	8079 Connector Drive	Florence	888
	241 First Street	Henderson	866
	2212 Nicholasville Road	Lexington	75
	8512 Preston Highway	Louisville	234
	123 Flemingsburg Road	Morehead	868
	Highway 41A	Oak Grove	798
	3333 Frederica Street	Owensboro	869
	728 Knox Boulevard	Radcliff	863
	601 South Highway 27	Somerset	870
Breckinridge Loan, Inc.			
	104 Third Street	Hardinsburg	604
Cagle Financial Services			
	210 E. 4th Street	Beaver Dam	1086
	117A West Ohio Street	Morgantown	1106
Cardinal Credit Corporation			
	328 West Main Street	Danville	1318

Kentucky Consumer Loan Companies
December 31, 1993

Name	Address	City	License Number
	118 South Main Street	Harlan	1128
	1102 South Main Street	London	1321
	3099 K Breckinridge Lane	Louisville	1326
	5101 Frederica Street, Suite E	Owensboro	1320
	224 East Main Street	Richmond	1325
Central Financial Services, Inc.			
	Parkway Plaza, Highway 25E	Barbourville	957
	1944 Hwy. #11, South, Booneville Rd.	Beattyville	1278
	Trademart Shopping Center, 25 E. Bypass	Corbin	1095
	Carnaby Square Shopping Center	London	1152
	Manchester Square Shopping Center	Manchester	1019
	240 Cumberland Crossing Shopping Center	Monticello	1155
	312 Pinecrest Drive, Suite 4	Morehead	1274
	2220 Paris Village Shopping Center	Paris	1294
	Town & Country Center	Pikeville	1148
	6 East Court Street	Prestonsburg	1120
	Grand Central Place	Somerset	1171
Century Finance Company of Kentucky			
	4649 Outer Loop	Louisville	154
City Finance Company			
d/b/a Public Finance Corporation			
	806 13th Street	Ashland	1032
	205 Kentucky Home Square	Bardstown	1033
	138 Campbellsville By-Pass	Campbellsville	1034
	4434 Dixie Highway	Erlanger	1134
	1267 Highway 127 South	Frankfort	1036
	120 First Street	Henderson	1039
	154 Patchen Drive, Suite 67	Lexington	1041
	2220 Hikes Lane	Louisville	1043
	4452 Dixie Highway	Louisville	1044
	7910 Preston Highway	Louisville	1042
	6804 Dixie Highway	Louisville	1045
	760 Broadway	Paducah	1046
Clinton Loan Company, Inc.			
	100 North Washington Street	Albany	344
Commercial Credit Corporation			
	822 Thirteenth Street	Ashland	920
	Kentucky Home Square	Bardstown	1117
	1945 Scottsville Road	Bowling Green	906
	185 Towne Drive	Elizabethtown	907
	7861 Dream Street	Florence	948
	2220 Grandview Drive, Suite 107	Ft. Mitchell	1265

Kentucky Consumer Loan Companies

December 31, 1993

Name	Address	City	License Number
	Highway 421, South	Harlan	922
	404 Memorial Drive	Hazard	923
	1710 N. Main Street	Hazard	1143
	2606 Zion Road, Unit M	Henderson	1287
	3650 Boston Road, Suite P	Lexington	949
	1051 E. Newtown Pike	Lexington	1110
	4245 Outer Loop	Louisville	1016
	9289 Hurstbourne Lane	Louisville	952
	10343 Dixie Highway	Louisville	1145
	810 East Center Street	Madisonville	915
	1115 Tamarack Road	Owensboro	1092
	3551 Park Place Road	Paducah	916
	605 Highway 27, South	Somerset	1147
Commonwealth Loan Co., Inc.			
	130 South Carol Malone Blvd.	Grayson	1285
Community Credit Corporation			
	521 South Sixth Street	Mayfield	1029
Consumer Lending Corporation			
	256 Court Street	West Liberty	986
Consumers Finance Company, Inc.			
	5005 Preston Highway	Louisville	785
Crest Financial Services			
	11 Spiral Drive	Florence	1288
Fayette Finance Company, Inc.			
	138 North Upper Street	Lexington	686
Fidelity Credit Corporation			
	Boone Square Shopping Center, Highway 25	Berea	1291
	Central Plaza	Campbellsville	1310
	Oak Tree Plaza, Highway 62	Central City	1160
	Beaumont Plaza, US Highway 127	Harrodsburg	1311
	2520 Ft. Campbell Boulevard	Hopkinsville	936
	Leitchfield Place Shopping Center	Leitchfield	1267
	Martin Mall - Thornberry Drive	Madisonville	947
	417 South Sixth Street	Mayfield	910
	728 Carlton Drive	Owensboro	944
	450 Park Avenue	Paducah	850
	1029 W. Main Street	Princeton	931
	Northridge Center	Russell Springs	1296
	Bethel Shopping Center	Russellville	987
	100 South Highway 27	Somerset	1297

Kentucky Consumer Loan Companies
December 31, 1993

Name	Address	City	License Number
	Lincoln Plaza	Stanford	1317
	South Fork Plaza	Whitley City	1316
Fidelity Financial Services, Inc.			
	2320 Palumbo Drive "D"	Lexington	1015
	3971 South 7th Street Road	Louisville	1008
	10464 Shelbyville Road	Louisville	1109
	1961 Brownsboro Road	Louisville	937
	5627 Preston Highway	Louisville	938
	2251 Hikes Lane	Louisville	1027
	58 Carouthers Road	Newport	1078
First Financial Credit			
	801 Master Street	Corbin	1289
	1610 Cumberland Falls Highway	Corbin	1322
First Union Home Equity Corporation d/b/a First Union Financial			
	250 Grandview Drive, Suite 15	Fort Mitchell	1290
	1717 Dixie Highway, Suite 140	Fort Wright	1014
	2525 Harrodsburg Road, Suite 240	Lexington	946
	100 Mallard Creek Road, Suite 341	Louisville	945
	200 High Rise Drive, Suite 373	Louisville	1293
Globe Finance Company, Inc.			
	250 Park Street	Bowling Greer	1094
Green Tree Financial Corp.-Kentucky			
	2525 Harrodsburg Road, Suite 400	Lexington	1133
Heritage Financial Services, Inc.			
	2425 Scottsville Road, Suite 103	Bowling Green	1140
Highland Finance II, Inc.			
	320 Green Acres Drive	Glasgow	640
Household Finance Corporation II			
	Village at the Mall, 7640 Mall Road	Florence	1315
	171-B West Lowry Lane, Regency Centre	Lexington	897
	4605 Outer Loop Road	Louisville	610
Independence Financial, Inc.			
	22 West Main Street	Mt. Sterling	1084
	Jetts Shopping Center, Highway 15	Jackson	1157
	Trademore Shopping Center	Morehead	1260
	372 Second Street	Paintsville	1272
	148 Court Street	Stanton	1129

Kentucky Consumer Loan Companies

December 31, 1993

Name	Address	City	License Number
Jackson Finance Company			
	1125 1/2 Main Street	Jackson	235
Jamestown Finance Company, Inc.			
	North Highway U.S. 127	Jamestown	1141
JB Finance Company, Inc.			
	25E Pike Street	Cynthiana	1105
Kentucky Finance Company, Inc.			
	711 12th Street	Ashland	1178
	606 Knox Street	Barbourville	1179
	116 North Third Street	Bardstown	1180
	117-B Clay Drive	Berea	1181
	916 State Street	Bowling Green	1182
	212 North Main Street	Burkesville	1183
	1320 East Broadway	Campbellsville	1184
	119 Broad Street	Central City	1185
	U.S. Highway 55	Columbia	1186
	1220 Masters Street	Corbin	1187
	1006 East Main Street	Cumberland	1188
	156 South Walnut Street	Cynthiana	1189
	579 Hustonville Road	Danville	1190
	1815 North Dixie	Elizabethtown	1192
	#4, Governor's Square Center	Elizabethtown	1191
	106 East Water Street	Flemingsburg	1193
	Eastwood Shopping Center	Frankfort	1194
	913 South Main Street	Franklin	1195
	115 North Broadway	Georgetown	1196
	305 Happy Valley Road	Glasgow	1197
	112 North First Street	Harlan	1198
	New Market Building, Highway 421 Bypass	Harlan	1199
	128 South Main Street	Harrodsburg	1200
	548 Main Street	Hazard	1201
	Hazard Village Shopping Center	Hazard	1202
	706 C. North Green	Henderson	1203
	Sloan Maytag Building	Hindman	1204
	2781 Ft. Campbell Blvd.	Hopkinsville	1206
	9th and Virginia Street	Hopkinsville	1205
	119 Water Street	Horse Cave	1207
	315 Richmond Drive	Irvine	1208
	North Jackson Plaza, Hwy. 15	Jackson	1209
	317 South First Street	LaGrange	1210
	104 Stanford Street	Lancaster	1211
	42 Public Square	Leitchfield	1212
	1265 North Broadway	Lexington	1216

Kentucky Consumer Loan Companies
December 31, 1993

Name	Address	City	License Number
	415 Southland Drive	Lexington	1214
	3154 Richmond Road	Lexington	1217
	149 Eastland Shopping Center	Lexington	1215
	117 East Reynolds Road	Lexington	1218
	Kincaid Towers, 300 West Vine Street	Lexington	1281
	1018 New Circle Road, NE	Lexington	1298
	Middleburg Street	Liberty	1219
	London Shopping Center, Highway 192	London	1220
	New Louisa Plaza	Louisa	1221
	614 West Broadway	Louisville	1222
	7100-C-2 Preston Highway	Louisville	1223
	3069 Hunsinger Lane	Louisville	1299
	100 Madison Square Shopping Center	Madisonville	1224
	1355 South Main Street	Madisonville	1225
	Manchester Square Shopping Center	Manchester	1226
	Highway 45, North Paducah Road	Mayfield	1300
	Highway 68, Bluegrass Shopping Center	Maysville	1230
	Maysville Marketsquare Shopping Center	Maysville	1229
	22 Village Square Shopping Center	Middlesboro	1231
	Town and Country Plaza	Monticello	1232
	316 Pinecrest Drive	Morehead	1233
	Maysville Road-Mt. Sterling Plaza	Mt. Sterling	1234
	106 South Fifth Street	Murray	1235
	202 Edgewood Drive	Nicholasville	1236
	2709 Parrish Avenue	Owensboro	1237
	1030 East 18th Street	Owensboro	1301
	Mayo Plaza, Highway 23	Paintsville	1239
	526 Main Street	Paris	1240
	126 South Mayo Trail	Pikeville	1241
	148 Weddington Branch Road	Pikeville	1242
	104 Kentucky Avenue	Pineville	1243
	Prestonsburg Village Shopping Center	Prestonsburg	1244
	108 Main Street	Princeton	1245
	956 Commercial Drive	Richmond	1246
	806 Key Village Shopping Center	Russell Springs	1247
	198 West Fourth Street	Russellville	1248
	1158 Old Gallatin Road	Scottsville	1249
	3-A Village Plaza	Shelbyville	1250
	445 Highway 44-E, Suite 23	Shepherdsville	1251
	304 U.S. 27 South	Somerset	1252
	4183 South Highway 27	Somerset	1253
	141 North Main Street	Versailles	1254
	Big South Fork Shopping Center	Whitley City	1255
	402 Sycamore Street	Williamsburg	1256
	150 Shoppers Village Drive	Winchester	1257

Kentucky Consumer Loan Companies

December 31, 1993

Name	Address	City	License Number
Kentucky River Finance Co., Inc.			
	151 East Main Street	Hazard	1118
Latonia Finance Company			
	3826 Winston Ave.	Covington	1135
Lee Sisk Company d/b/a Lee Sisk Finance			
	2108 U.S. 60 East	Shelbyville	1127
Lexington Finance Company, Inc.			
	399 Campbellsville By-Pass #15	Campbellsville	1161
	12 N. Main Street	Dry Ridge	1276
	1555 New Circle Road	Lexington	25
	820 South Main Street	London	1060
	1105 Indian Mound Drive	Mt. Sterling	1024
	158 Weddington Branch Road	Pikeville	1283
	Glyn View Plaza	Prestonsburg	1163
	2150 Lexington Road	Richmond	1022
	410 E. Main Street	Stanford	1173
Liberty Financial Services, Inc.			
	2250 Regency Road	Lexington	1119
Lincoln Finance Co., Inc.			
	107 Public Square	Greensburg	214
Lincoln Loan Company			
	25 Public Square	Elizabethtown	71
MBC Finance Company, Inc.			
	1236 Columbia Road	Burkesville	1308
	Highway 27, Whitley City Plaza	Whitley City	1314
Mercury Finance Company			
	3194 Dixie Highway	Erlanger	1313
	571 New Circle Road, Suite 10	Lexington	1266
	4638 Dixie Highway	Louisville	1125
	Highway 41A - Box 509	Oak Grove	992
	1491 North Dixie Boulevard	Radcliff	975
Money One Credit Corporation			
	108 Kentucky Home Square Center	Bardstown	1172
	2730 Scottsville Road	Bowling Green	1324
	Ste. B-7, Danville Square Shopping Ctr.	Danville	1154
	911 N. Dixie Highway	Elizabethtown	1116
	1420 Versailles Road, Suite 3	Frankfort	1166
	Franklin Square Shopping Center	Frankfort	1277

Kentucky Consumer Loan Companies
December 31, 1993

Name	Address	City	License Number
	107 North Main Street	Greenville	1328
	113 W. Main Street	Lebanon	1282
	223 London Shopping Center	London	1306
	490 Old Gallatin Road	Scottsville	1327
	180 Midland Blvd., Midland Shopping Ctr.	Shelbyville	1264
	510 Versailles Center	Versailles	1323
NationsCredit Financial Services Corporation			
	107 N. Hurstbourne Parkway	Louisville	1284
Norwest Financial Kentucky			
	341 Fourteenth Street	Ashland	960
	2425 Scottsville, Suite 14	Bowling Green	961
	173 Towne Drive	Elizabethtown	1268
	7557 Mall Road	Florence	851
	171-M West Lowry Lane	Lexington	963
	3411 Bardstown Road	Louisville	35
	4919-D Dixie Highway	Louisville	229
	1927 South Hurstbourne Parkway	Louisville	1168
	4647 Outer Loop	Louisville	1270
	4764 Frederica Street	Owensboro	1020
Park City Finance Company			
	East Dickinson Street	Park City	1063
Parkway Loan Company			
	Main Street	Stanton	598
Peoples Loan Company			
	109 Campbellsville Street	Columbia	317
	143 South Main Street	Monticello	294
	615 West Highway 80	Somerset	227
Peoples Security Finance			
	964 Chambers Boulevard	Bardstown	1292
	1411 Laurel Avenue	Bowling Green	1002
	U.S. 62 and 431	Central City	755
	727 North Main Street	Franklin	854
	117 Columbia Avenue	Glasgow	1001
	1658 Second Street	Henderson	756
	1223 Skyline Drive	Hopkinsville	757
	990 Richmond Road	Irvine	1061
	108 Madison Square Shopping Center	Madisonville	758
	1575 U.S. Hwy. 68, Gateway Plaza	Maysville	1068
	3211 West Second Street	Owensboro	759
	3017 Irvin Cobb Drive	Paducah	760

Kentucky Consumer Loan Companies
December 31, 1993

Name	Address	City	License Number
	Princeton Plaza	Princeton	1280
	630 Big Hill Avenue	Richmond	1142
	Northridge Shopping Center, Hwy. 80	Russell Springs	1126
	1128 West 9th Street	Russellville	1138
	701 South Highway 27	Somerset	1026
Pioneer Credit Company			
	842 U.S. 31-W By-Pass	Bowling Green	855
	200 East 4th Street	Tompkinsville	862
Providence Finance Company			
	2111 Westerfield Drive	Providence	1307
Reliable Rinance Co.			
	2205 Ft. Campbell Blvd.	Hopkinsville	1332
S & M Distributors, Inc.			
d/b/a Worldwide Consumer Credit			
	1076 New Circle Road, NE	Lexington	1312
Salyersville Loan Company			
	Route 460	Salyersville	580
Sandy Hook Loan Company			
	Town Mall, HC 75, Box 265	Sandy Hook	1275
Security Pacific Finance Corp.			
	3735 Harrodsburg Road, Suite 45	Lexington	968
	5107 Preston Highway	Louisville	693
	128 Weddington Branch Road	Pikeville	139
Shelter Financial Services			
	2433 Regency Road	Lexington	955
Somerset Finance Co.			
	110 Maple Street	Somerset	1279
Southern Finance Company			
	Suite H, K-Mart Shopping Center	Hopkinsville	1112
	1350 South Main Street	Madisonville	1031
The Money Store/Kentucky			
	6100 Dutchmans Lane	Louisville	956
The New Manchester Finance Company			
	309 Bridge Street	Manchester	1025

Kentucky Consumer Loan Companies
December 31, 1993

Name	Address	City	License Number
Transamerica Financial Corporation			
	1945 Scottsville Road, Suite 203-B	Bowling Green	1304
	7310 Turfway Road	Florence	1164
	100 Farmers Bank Square, Suite 300	Georgetown	1319
	2525 Harrodsburg Road	Lexington	1162
	950 Breckinridge Lane	Louisville	1136
	10400 Linn Station Road, Suite 212	Louisville	1305
	313 Frederica Street, Suite 402	Owensboro	1303
	2850 Lone Oak Road, Suite 3A	Paducah	1302
Tri-City Financial Services			
	South Highway 127 - Tennessee Road	Albany	1009
United Companies Lending Corporation			
	2525 Harrodsburg Road, Suite 130	Lexington	1081
	6040 Dutchmans Lane	Louisville	1080
United Credit Corporation			
	4926 Preston Highway	Louisville	951

NINTH* ANNUAL

SECURITIES REPORT

* Kentucky's securities industry has been regulated by the Department of Financial Institutions since 1934. However, annual reports of the department have contained information on its securities activities only since 1986. The Department has reported statistical data to the North American Securities Administrators Association since circa 1977.

Regulatory Duties

The Division of Regulatory Compliance is responsible for administering the provisions of Chapter 292 of the Kentucky Revised Statutes, commonly referred to as Kentucky's Blue Sky Law. The Division's activities encompass three major categories of responsibility:

1. Reviewing investment securities that are offered to investors in Kentucky. This function attempts to balance the needs of those raising capital in Kentucky with the goal of protecting the public through disclosure of information pertinent to the investment decision. Offerings that are inherently unfair to investors are denied registration.

2. Registering firms and individuals that deal in securities within the Commonwealth. Kentucky law defines three categories of securities regulations: broker/dealers, agents, and investment advisors. Broker/dealers act as intermediaries on commission between the issuer of the security and the investing public. Agents are individuals who represent broker/dealers in transactions with the public. Investment advisors offer investment recommendations for a fee.

3. Enforcing the securities law contained in KRS Chapter 292 and the regulations promulgated under its provisions. The Division handles many requests for information, inquiries, and complaints. If the Division feels that reasonable grounds exist to support the belief that violations of law have occurred, it commences an investigation. Investigations may be resolved informally or further administrative action in the form of orders, criminal referrals, and court actions may be instituted.

Significant Enforcement Actions

IN THE MATTER OF: **TERMINAL SYSTEMS INC., STEPHEN K. WYATT, PRESIDENT, KENNETH V. ANDERSON, VICE PRESIDENT, RACHEL R. JOHNSON, SECRETARY**

Terminal Systems, Inc. offered and sold investments in a computer software company. The investigation determined the securities, transactions and salespersons to be unregistered and no exemption claim filed with the Department. The parties acknowledged being in violation and a Summary Order of Rescission and Notice of Right to Hearing was entered. Terminal Systems, Inc. failed to comply with said Order and subsequently, a Complaint was filed in Franklin Circuit Court seeking injunctive relief to enforce the Order. A decision by the Court is pending.

IN THE MATTER OF: **SMITCO OIL, INC., RUSSELL S. SMITH, JAMES O. FOUST**

Smitco Oil, Inc. ("Smitco"), located in Albany, Kentucky, offered and sold interests in oil and gas programs to persons in at least 22 states. Upon determining the interests were unregistered securities, the Department issued a Cease and Desist Order and a Rescission Order against Smitco and its principals. Smitco has requested a hearing pursuant to the Rescission Order.

The Department has also assisted other state securities regulators and the Securities and Exchange Commission with their investigations into Smitco's activities.

IN THE MATTER OF: **COOMER HEFFERN CORPORATION, C/H SUPPER CLUB, WAYNE E. COOMER, SR., JERRY HEFFERN**

Coomer Heffern Corporation offered and sold shares of stock for the purpose of opening a business known as C/H Supper Club in Radcliff, Kentucky. Upon determining the shares were unregistered securities, the Department issued a Cease and Desist Order against Coomer Heffern Corporation, C/H Supper Club, and their principals.

The Department also assisted the Kentucky State Police and the Hardin County Commonwealth Attorney's Office with their criminal investigation, which resulted in the indictments of Wayne E. Coomer, Sr. and Jerry Heffern.

Note: The Enforcement Section provided significant assistance to other state and the federal authorities in 1993 including the Nevada Securities Division (resulting in a criminal indictment and arrest), the Illinois Securities Department and Federal Grand Jury in the Central District of Illinois (a continuing multi-jurisdictional money factory case), the Federal Bureau of Investigation in Puerto Rico (an oil and gas case culminating in a federal indictment and guilty plea), the Kentucky State Police (a supper club venture in which a criminal investigation has resulted)

Other Division Activities

Small Corporate Offering Registration

On January 4, 1993 the Department promulgated a new securities regulation designed to substantially reduce the costs and paperwork for small businesses seeking to raise capital through public securities offerings. The regulation adopts Forms U-7 and its accompanying instructions, known collectively as the Small Corporate Offering Registration ("SCOR") form. Form U-7 was adopted by the North American Securities Administrators Association, Inc., of which Kentucky is a member, on April 29, 1989.

The Form U-7, which is now accepted in almost forty "NASAA" member states, is a simplified question-and-answer disclosure document designed to allow small businesses to avoid preparing expensive prospectuses and hiring expensive, outside counsel with securities law expertise. SCOR registration is limited to capital formations of $1,000,000 or less and is subject to other restrictions and disqualifications based upon securities law violations.

One SCOR offering has been filed in Kentucky to date. It was registered by the Department April 26, 1993 and will expire in April, 1994.

Statistical Summary of Issuers, Licenses, Enforcement Actions

The exhibit which follows is a summary of the major securities activities of the Division for 1993. Most of the categories are self-explanatory. In reviewing the figures for issuer filings, however, it may be helpful to differentiate the types of filings.

Securities registrations are usually large public offerings filed in coordination with the federal Securities and Exchange Commission (SEC) and the securities administrators of most states. These filings have strict standards on both the amount of disclosure and the format for its presentation to potential investors. The category of exemptions consists of various securities offerings which need not fulfill the stringent requirements for a registration but must be filed to qualify. Exemptions include among others, non-profit church and eleemosynary offerings, offers to existing security holders, and transactions in which the investors are limited in number or qualified by financial expertise.

Mutual funds are categorized as registrations when first marketed. However, unlike most registrations in which the issuer offers a predetermined dollar amount of securities and closes the offering when those securities have been sold, open-end mutual funds continually create as many shares as demand requires over a period of many years. Therefore, mutual funds must maintain their registrations by renewing and updating offering materials every year.

ISSUERS

	REVENUES	RECEIVED	APPROVED
REGISTRATIONS	$ 498,700.36	447	390
EXEMPTIONS	$ 33,416.50	363	351
MUTUAL FUND RENEWALS	$1,091,645.18		Over 3000

LICENSES

	REVENUES	NUMBER
BROKER-DEALERS	$ 122,640.00	1022
AGENTS (Broker-Dealers)	$1,453,300.00	29,066
AGENTS (Issuer)	$ 6,200.00	124
INVESTMENT ADVISORS	$ 26,700.00	267

ENFORCEMENT ACTIONS

INVESTIGATIONS	11 (Opened)	8 (Closed)
COMPLAINTS	16 (Opened)	9 (Closed)
ADMINISTRATIVE ORDERS	5 (Issued)	

FORTY-NINTH ANNUAL

INDUSTRIAL LOAN REPORT

Annual Consolidated Statement of Assets
Kentucky Industrial Loan Companies

Year	Total Assets
June 29, 1946	432,786
June 30, 1947	843,587
June 30, 1948	1,207,448
June 30, 1949	998,520
June 30, 1950	725,995
June 30, 1951	1,002,486
June 30, 1952	1,260,935
June 30, 1953	1,197,125
June 30, 1954	1,145,154
June 30, 1955	1,337,078
June 30, 1956	3,351,255
June 29, 1957	6,674,101
June 30, 1958	7,624,233
June 30, 1959	12,027,595
June 30, 1960	25,016,928
June 30, 1961	29,533,306
June 30, 1962	38,986,576
June 29, 1963	47,926,026
June 30, 1964	62,498,295
June 30, 1965	74,443,666
June 30, 1966	83,269,104
June 30, 1967	92,253,814
June 30, 1968	106,979,831
June 30, 1969	118,607,417
June 30, 1970	128,303,693
June 30, 1971	130,666,763
June 30, 1972	144,585,041
June 30, 1973	182,173,895
June 30, 1974	212,063,191
June 30, 1975	203,572,673
June 30, 1976	208,046,246
June 30, 1977	224,959,496
June 30, 1978	238,484,239
June 30, 1979	268,877,377
June 30, 1980	254,058,175
June 30, 1981	255,953,218
June 30, 1982	165,942,225
June 30, 1983	69,058,748
June 30, 1984	45,051,556
June 30, 1985	61,357,110
June 30, 1986	47,118,841
June 30, 1987	19,930,854
June 30, 1988	3,579,048
December 31, 1988	33,707,258
December 31, 1989	66,185,013
December 31, 1990	60,216,163
December 31, 1991	93,265,336
December 31, 1992	70,626,327
December 31, 1993	$ 36,242,155

Consolidated Report of Condition
Kentucky Industrial Loan Companies

	56 IL Cos. Dec. 31, 1993	Change	60 IL Cos. Dec. 31, 1992
ASSETS			
Cash on hand	1,000	-39.39%	$ 1,650
Cash in Depository Institutions	0	-100.00%	31,235
Investments	0	0.00%	0
Industrial Loans	7,487,257	48.88%	5,028,766
Cond. Sales Contracts	0	-100.00%	6,060,107
Other Loans	28,855,408	-54.48%	63,399,941
Total Loans	36,342,665	-51.21%	74,488,814
Less: Unearned Income	55,233	-98.37%	3,389,761
Reserve for Loan Loss	582,208	-69.83%	1,930,300
Loans, Net of Unearned and Reserves	35,705,224	-48.37%	69,168,753
Premises and Fixed Assets	18,672	-98.31%	1,105,711
Other Assets	517,259	62.16%	318,978
TOTAL ASSETS	36,242,155	-48.68%	70,626,327
LIABILITIES			
Certificates of Investment	0	0.00%	0
Other Borrowed Money	29,110,051	-32.81%	43,326,614
Other Liabilities	2,308,390	-78.98%	10,984,332
Total Liabilities	31,418,441	-42.15%	54,310,946
EQUITY CAPITAL			
Capital Stock	1,133,969	-78.99%	5,398,462
Surplus & Undivided Profits	1,070,278	-81.65%	5,832,860
Current Earnings	2,619,467	-48.47%	5,084,059
Total Equity Capital	4,823,714	-70.43%	16,315,381
TOTAL LIABILITIES & EQUITY CAPITAL	36,242,155	-48.68%	70,626,327

Kentucky Industrial Loan Companies

December 31, 1993

Name	Address	City	Certificate Number
American General Finance of America, Inc.			
	554 U.S. 31	Bowling Green	601
	113 West Main Street	Campbellsville	603
	4333 Winston Avenue, Latonia Centre	Covington	639
	801 Maple Avenue	Danville	604
	Elizabethtown Shopping Center	Elizabethtown	605
	3126 Dixie Highway	Erlanger	606
	8176 Mall Road Center	Florence	607
	821 Louisville Road	Frankfort	608
	601-A Happy Valley Road	Glasgow	609
	Town & Country Shopping Center	Hazard	591
	1321 Second Street	Henderson	610
	Skyline Shopping Center	Hopkinsville	611
	571 New Circle Road, Suite 2	Lexington	613
	115 N. Locust Hill Drive	Lexington	612
	3705 Nicholasville Road	Lexington	592
	2602 Preston Street	Louisville	161
	7305 South Preston Highway	Louisville	617
	9104 Taylorsville Road	Louisville	614
	4109 Bardstown Road, Suite B	Louisville	615
	4006 Dutchmans Lane	Louisville	616
	755 East Center Street	Madisonville	619
	543 North Shawnee Road	Maysville	640
	3333-B Frederica Street	Owensboro	593
	5101 Frederica Street	Owensboro	632
	5153 Hinkleville Road	Paducah	621
	225 Court Street	Paintsville	633
	613 Main Street	Paris	622
	118 West Market Street	Princeton	623
	640 University Shopping Center	Richmond	625
	1705 Unit 3, Highway 44 East	Shephardsville	641
	10110 Dixie Highway #2	Valley Station	618
	3301 S. Highway 27	Somerset	626
	740 Bypass Road, Hilltop Terrace	Winchester	627
AVCO Financial Services Two, Inc.			
	2736 Scottsville Road	Bowling Green	594
	8414 U.S. 42	Florence	595
	2417 Nicholasville Road	Lexington	596
	4917 K Dixie Highway	Louisville	597
	2014 South Hurstbourne Parkway	Louisville	638
	403 Maple Street	Murray	598
	Route 41-A	Oak Grove	599
First Union Home Equity Corporation d/b/a First Union Financial			
	250 Grandview Drive, Suite 15	Fort Mitchell	642

Kentucky Industrial Loan Companies

December 31, 1993

Name	Address	City	Certificate Number
	1717 Dixie Highway, Suite 140	Fort Wright	588
	2525 Harrodsburg Road, Suite 240	Lexington	589
	100 Mallard Creek Road, Suite 341	Louisville	590
	200 High Rise Drive, Suite 373	Louisville	643
Household Finance Corporation II			
	Village at the Mall, 7640 Mall Road	Florence	645
	171-B West Lowry Lane, Regency Centre	Lexington	629
	4605 Outer Loop Road	Louisville	631
Kentucky Finance Company, Inc.			
	1265 North Broadway	Lexington	635
Peoples Security Finance			
	U.S. 62 and 431	Central City	351
	727 North Main Street	Franklin	482
	1658 Second Street	Henderson	352
	1313 South Virginia Street	Hopkinsville	353
	108 Madison Square Shopping Center	Madisonville	354
	3211 West Second Street	Owensboro	355
	3017 Irvin Cobb Drive	Paducah	356
NationsCredit Services, Inc.			
	107 N. Hurstbourne Parkway	Louisville	646

SEVENTY-SIXTH ANNUAL

SAVINGS AND LOAN REPORT

Annual Consolidated Statement of Assets
Kentucky State Savings and Loan Associations

Year	Total Assets
December 31, 1918	$ 26,600,601
December 31, 1919	31,097,839
December 31, 1920	35,595,076
December 31, 1921	40,092,313
December 31, 1922	42,428,750
December 31, 1923	55,196,457
December 31, 1924	64,192,657
December 31, 1925	74,704,132
December 31, 1926	85,509,916
December 31, 1927	97,438,412
December 31, 1928	110,805,706
December 31, 1929	118,928,259
December 31, 1930	121,821,567
December 31, 1931	118,475,593
December 31, 1932	110,937,464
December 31, 1933	106,004,053
December 31, 1934	80,808,940
December 31, 1935	66,128,626
December 31, 1936	58,937,366
December 31, 1937	53,739,582
December 31, 1938	52,715,924
December 31, 1939	51,754,060
December 31, 1940	49,921,541
December 31, 1941	48,836,730
December 31, 1942	39,430,777
December 31, 1943	40,475,801
December 31, 1944	43,265,236
December 31, 1945	47,471,370
December 31, 1946	53,404,092
December 31, 1947	57,770,413
December 31, 1948	63,844,167
December 31, 1949	66,520,703
December 31, 1950	73,926,195
December 31, 1951	82,751,058
December 31, 1952	93,738,468
December 31, 1953	108,578,525
December 31, 1954	123,945,022
December 31, 1955	139,393,039

Annual Consolidated Statement of Assets
Kentucky State Savings and Loan Associations

Year	Total Assets
December 31, 1956	151,597,904
December 31, 1957	165,103,961
December 31, 1958	181,803,128
December 31, 1959	198,212,752
December 31, 1960	215,837,742
December 31, 1961	241,062,333
December 31, 1962	260,131,164
December 31, 1963	284,114,822
December 31, 1964	314,438,284
December 31, 1965	338,178,768
December 31, 1966	269,507,942
December 31, 1967	280,615,506
December 31, 1968	197,652,827
December 31, 1969	191,596,629
December 31, 1970	198,939,497
December 31, 1971	225,744,094
December 31, 1972	188,438,187
December 31, 1973	173,907,134
December 31, 1974	176,689,094
December 31, 1975	184,436,739
December 31, 1976	158,264,605
December 31, 1977	156,250,413
December 31, 1978	147,466,827
December 31, 1979	144,532,841
December 31, 1980	116,237,189
December 31, 1981	100,783,211
December 31, 1982	100,809,082
December 31, 1983	103,951,261
December 31, 1984	79,234,061
December 31, 1985	83,616,471
December 31, 1986	85,727,977
December 31, 1987	78,723,382
December 31, 1988	84,680,900
December 31, 1989	86,452,800
December 31, 1990	84,688,125
December 31, 1991	89,926,000
December 31, 1992	94,425,000
December 31, 1993	$ 98,067,000

Consolidated Report of Condition
Kentucky State Savings and Loan Associations
(000s omitted)

	2 S & Ls Dec. 31, 1993	Change	2 S & Ls Dec. 31, 1992
ASSETS			
Cash on hand and in Depository Institutions	609	-6.74%	653
Mortgage Loans	78,048	0.13%	77,947
Non-Mortgage Loans	2,994	9.75%	2,728
Total Loans	81,042	0.45%	80,675
Allowance for Loan Loss	222	20.65%	184
Total Net Loans	80,820	0.41%	80,491
Investment Securities (net)	13,770	28.02%	10,756
Net Fixed Assets	905	59.33%	568
Net Other Real Estate Owned	0	-100.00%	120
Other Assets	1,963	6.86%	1,837
TOTAL ASSETS	98,067	3.86%	94,425
LIABILITIES			
Total Deposits	82,689	-1.34%	83,808
Borrowed Money	6,321	110.70%	3,000
Other Liabilities	438	62.83%	269
Total Liabilities	89,448	2.72%	87,077
EQUITY CAPITAL			
Reserves	0	0	0
Undivided Profits	8,619	17.30%	7,348
Total Equity Capital	8,619	17.30%	7,348
TOTAL LIABILITIES & EQUITY CAPITAL	98,067	3.86%	94,425

Total Loans/Total Assets = 85.44%

Total Deposits/Total Assets = 88.76%

Equity Capital/Total Assets = 7.78%

Consolidated Report of Income
Kentucky State Savings and Loan Associations

	2 S & Ls Dec. 31, 1993	Change	2 S & Ls Dec. 31, 1992
Interest on Loans and Contracts	7,042	-1.81%	7,172
Interest on Investments and Deposits	627	-6.27%	669
Premiums, Fees, Fines	0	0	
Loan Servicing and Other Fees	211	-4.09%	220
Other Operating Income	58	3.57%	56
Non-operating Income	-16	-633.33%	3
Total Income	7,922	-2.43%	8,120
Interest on Savings and Certificates	3,758	-22.19%	4,830
Total Expenses	6,520	-9.48%	7,203
Adjusted Net Income	1,402	52.88%	917

Selected Composite Operating Ratios
Kentucky State Savings and Loans
December 31, 1993

Tangible Equity Capital/Assets	8.79%
Mortgage Loans/Loans	96.31%
Non-Mortgage Loans/Loans	3.69%
Total Loans/Assets	82.64%
Cost of Funds/Average Assets	3.90%
Operating Expenses/Average Assets	2.87%
Adjusted Net Income (after Cost of Funds and Taxes)/Average Assets	1.46%

Report of Condition
Kentucky State Savings and Loans
December 31, 1993

Savings and Loan	City	Total Assets	Cash
Ft. Thomas Building & Loan Association	Ft. Thomas	69,803	321
Madisonville Building & Loan Association	Madisonville	28,264	288

Investment Securities	Mortgage Loans	Total Loans	Loan Reserve	Total Deposits	Equity Capital	Tan. Cap. Ratio
5,820	60,043	61,361	130	56,732	6,636	9.69%
7,950	18,005	19,459	92	25,957	1,983	7.34%

SEVENTH ANNUAL MORTGAGE LOAN COMPANY

AND LOAN BROKER REPORT

Kentucky Mortgage Loan Companies
Kentucky Mortgage Loan Brokers
December 31, 1993

37 Mortgage Loan Compoany Licenses
74 Mortgage Loan Broker Licenses
336 Exempt Applicants for Loan Company/
Broker Licenses

LICENSED MORTGAGE LOAN COMPANIES

Alliance Mortgage Company 205
4500 Salisbury Road
Jacksonville, Florida 32216

Brushy Creek Mortgage Company 502
118 Mt. Vernon Road
Berea, Kentucky 40403

Cowger & Miller Mortgage Company 510
3 Riverfront Plaza, Suite 300
Louisville, Kentucky 40202

Custom Mortgage Company 534
610 East Main Street
Louisville, Kentucky 40202-1004

Eagle Capital Mortgage, LTD 503
2710 Stemmons Freeway, 800 North Tower
Dallas, Texas 75207

EquiCredit Corp. of Ky. 533
10400 Linn Station Road, #220
Louisville, Kentucky 40223
and
2321 Fortune Drive, #207C 538
Lexington, Kentucky 40509

Fairfield Affiliates 521
2001 N. Beauregard Street #1200
Alexandria, Virginia 22311

Federal Mortgage Service Corporation 522
3175 Custer Drive, Suite 103
Lexington, Kentucky 40517

FinancialOne, Inc. 518
2549 Richmond Road, #201
Lexington, Kentucky 40509

General Electric Capital Corporation 511
10777 Westheimer, Suite 1100
Houston, TX 77042

HFH Mortgage Services, Inc. 507
101 Bullitt Lane, Suite 104
Louisville, Kentucky 40222

Homes and Mortgages, Inc. 506
203 Browns Lane
Louisville, Kentucky 40207

Investaid Corporation 516
30150 Telegraph Road, Suite 371
Birmingham, Michigan 48025

ITT Financial Services 537
102020 Sunrise Valley Drive, Suite 350
Reston, Virginia 22091
and
1670 Oakbrook Drive 536
Norcross, Georgia 30093
and
605 Highway 169 North 535
Plymouth, MN 55441

Knights Capital Management Ltd. 532
1939 Dixie Highway - B100
Fort Wright, Kentucky 41011

Barrett, Roby, Mucci, Inc.
D/B/A The Langan Corporation 527
203 Browns Lane
Louisville, Kentucky 40207

Lennar Funding Corporation 504
730 NW 107 Avenue, Suite 100
Miami, Florida 33172

Lexington Mortgage Company Incorporated 512
501 Darby Creek Road, Suite 17
Lexington, Kentucky 40509
and
1941 Bishop Lane, Suite 203 513
Louisville, Kentucky 40218

Kentucky Mortgage Loan Companies
Kentucky Mortgage Loan Brokers
December 31, 1993

Main Street Mortgage Company 517
100 Second Avenue South, Suite 400-S
St. Petersburg, Florida 33701

Franklin American Mortgage Company 530
214 Overlook Court, Suite 150
Brentwood, Tennessee 37027

MidNation Funding Corporation 85
3232 W. Reno
Oklahoma City, Oklahoma 73107

Mortgage Finance Group, Inc. 508
2412 North State Road #7
Lauderdale Lakes, Florida 33313

Mortgage Funders, Inc. 526
4119 Old Bardstown Road, Suite 5
Louisville, Kentucky 40218

National Mortgage Company 520
4041 Knight Arnold Road
Memphis, Tennessee 38118

Patten Corporation 525
5295 Town Center Road
Boca Raton, Florida 33486

PHH US Mortgage Corporation 101
6000 Atrium Way
Mt. Laurel, New Jersey 08054

Primerica Financial Services Home Mtg.s Inc. 201
3100 Breckinridge Boulevard
Building 400
Duluth, Georgia 30199-0001

SC Funding Corporation 505
600 Anton Boulevard, 20th Floor
Costa Mesa, California 92626

Security Funding Group 529
6948 Oakwood Drive, Suite 103
Florence, Kentucky 41042

Semonin Mortgage Services Inc. 523
301 N. Hurstbourne Lane, Suite 275
Louisville, Kentucky 40222

Total Financial Services, Inc. 528
2050 Eastern Parkway
Louisville, Kentucky 40204
and
2100 Gardiner Lane, Suite 103A 519
Louisville, Kentucky 40205

Victory Mortgage, LTD 531
2220 Grandview Drive, Suite 205
Ft. Mitchell, Kentucky 41017

LICENSED MORTGAGE LOAN BROKERS

Aaron Mortgage Company, Inc. 551-B
9301 Walhampton Drive
Louisville, Kentucky 40242

Accent Mortgage Company, Inc. 527-B
211 West Main Street
Richmond, Kentucky 40475

Advantage Credit Corp. 539-B
5309 Schureek Court
LaGrange, Kentucky 40031
and
4005 Chinaberry Court 550-B
Lexington, Kentucky 40513

American Colonial Mortgage Company, Inc. 504-B
1301 Clear Spring Trace, Suite 210
Louisville, Kentucky 40223

American Mortgage Company, Inc. 74-B
7321 New LaGrange Road
Louisville, Kentucky 40222
and
2101 Wrocklage Avenue 571-B
Louisville, Kentucky 40205

American Mortgage Exchange Network, Inc. 510-B
6801 Dixie Highway, Suite 110
Louisville, Kentucky 40258

Kentucky Mortgage Loan Companies
Kentucky Mortgage Loan Brokers
December 31, 1993

American Mortgage Network 547-B
Dudley Square, 380 S. Mill Street
Lexington, Kentucky 40508

Amerifirst Mortgage Company of America, Inc. 506-B
2100 Gardiner Lane, Suite 314
Louisville, Kentucky 40205

Apex Mortgage Corporation 542-B
1523 Wales Run Road
Mt. Washington, Kentucky 40047

A-Priority Mortgage Company, Inc. 516-B
3832 Taylorsville Road, Suite 10
Louisville, Kentucky 40220

Bancmark Mortgage 540-B
1301 Clear Spring Trace
Louisville, Kentucky 40223

Bluegrass Mortgage, Inc. 529-B
3191 Nicholasville Road
Lexington, Kentucky 40503

Cardinal Mortgage Corp. 541-B
4400 Breckinridge Lane, Suite 310
Louisville, Kentucky 40218

Carson-Baldock Mortgage Services, Inc. 561-B
11223 Cornell Park, Suite 207
Cincinnati, OH 45242
and
3126 Dixie Highway, Suite 5 562-B
Erlanger, Kentucky 41018

Century Mortgage 552-B
1939 Goldsmith Lane, Suite 101
Louisville, Kentucky 40218

Chief Mortgage Company 84-B
3131-F Custer Drive
Lexington, Kentucky 40517

Chilco Services 525-B
129 S. Main Street
Lawrenceburg, Kentucky 40342

CIG 544-B
3601 Alex Pike #4
Cold Spring, Kentucky 41076

Citizens Mortgage Corporation 522-B
462 South 4th Street
Louisville, Kentucky 40202

Commonwealth Community Mortgage, Inc. 509-B
2121 Nicholasville Road, Suite 101
Lexington, Kentucky 40503

Commonwealth Mortgage Company 536-B
8100 Burlington Pike, Suite 317
Florence, Kentucky 41042

Community Financial Services, Inc. 517-B
174 Eastland Shopping Center
Lexington, Kentucky 40505

Community Home Mortgage Corp. 532-B
2100 Gardiner Lane, Suite 103A
Louisville, Kentucky 40205

Consolidated Mortgage, Inc. 501-B
2401 Regency Road, Suite 202
Lexington, Kentucky 40503
and
2055 Dixie Highway 559-B
Kentucky Executive Building
Ft. Mitchell, Kentucky 41017

Consumer Mortgage Loan Consultants, Inc.
531-B
3175 Custer Drive, Suite 309
Lexington, Kentucky 40517

Crest Financial Services
560-B
11 Spiral Drive, Suite 18
Florence, Kentucky 41042

Crown Mortgage Company, Inc.
155-B
2001 Alverson Drive, Suite 109
Paris, Kentucky 40361

Kentucky Mortgage Loan Companies
Kentucky Mortgage Loan Brokers
December 31, 1993

Eastern Kentucky Mortgage Company 546-B
208 Main Street
Manchester, Kentucky 40962

Fidelity Financial Funding 543-B
510 South State Street
Harrison, Ohio 45030
and
18 North Ft. Thomas Avenue, Ste. 6A 548-B
Ft. Thomas, Kentucky 41075
and
1729 Mt. Vernon Drive 549-B
Ft. Wright, Kentucky 41011

Financial Funding Services 515-B
233 West Broadway, Suite 406
Louisville, Kentucky 40202

(The) First Mortgage Co., Inc. 519-B
2201 Regency Road, Suite 503-A
Lexington, Kentucky 40503

Green & Associates Mortgage Corp. 177-B
2950 Breckinridge Lane, Suite 11A
Louisville, Kentucky 40220

Don. F. Hardin & Associates, Inc. 521-B
3620 Lexington Road
Louisville, Kentucky 40207

Home America Mortgage Company, Inc. 500-B
10217 Linn Station Road
Louisville, Kentucky 40223

The Homefinders Mortgage Corp. of Kentucky 530-B
707 Lyndon Lane, Suite 1
Louisville, Kentucky 40222

Home Mortgage Company 513-B
4801 Sherburn Lane, Suite LL1
Louisville, Kentucky 40207

Knab Mortgage 558-B
6616 Dixie Highway
Florence, Kentucky 41042

Kruger Financial Group 503-B
3910 B Dupont Square South
Louisville, Kentucky 40207

Kyle Investments, Inc. 514-B
d/b/a KL Financial Services of KY
3993 Highway 351
Henderson, Kentucky 42420

The Lambuth Group, Inc. 157-B
3201 Nicholasville Road, Ste. 130
Lexington, Kentucky 40503

Lanco Services, Inc. 72-B
2201 Regency Road, Suite 2002
Lexington, Kentucky 40503

Liberty Mortgage Corporation 507-B
525 West 5th Street
Covington, Kentucky 41011

MG Mortgage Company 528-B
4229 Bardstown Road #223
Louisville, Kentucky 40218

M-1 Mortgage Corporation 545-B
2950 Breckinridge Lane, #4
Louisville, Kentucky 40220
and
851 Corporate Drive #202 520-B
Lexington, Kentucky 40503

Meyer Mortgage Corporation 404-B
1945B Scottsville Road
Bowling Green, Kentucky 42104

Mortgage Arrangers, Inc. 512-B
230 Second Street, Suite 403
Henderson, Kentucky 42420

TenPlus Corp., Inc. 537-B
d/b/a The Mortgage Company
201 East Main Street
Georgetown, Kentucky 40324

Kentucky Mortgage Loan Companies
Kentucky Mortgage Loan Brokers
December 31, 1993

The Mortgage Connection
620 Carlton, Suite 102
Owensboro, Kentucky 42302
523-B

Mortgage Masters, Inc.
1721 Larkmoor Lane
Louisville, Kentucky 40218
534-B

Mortgage Network, Inc.
10503 Timberwood Circle, Suite 202
Louisville, Kentucky 40223
294-B

Mortgage Professionals, Inc.
420 Hurstbourne Lane, Suite 104
Louisville, Kentucky 40222
508-B

MSI Mortgage
1700 Kentucky Avenue, Suite 100
Paducah, Kentucky 42003
557-B

Multiple Option Mortgage Services, Inc.
6040 Dutchmans Lane
Louisville, Kentucky 40205
409-B

NBR Mortgage Services
994 Fredericksburg Road
Lexington, Kentucky 40504
556-B

Partners Mortgage
105 Executive Park
Louisville, Kentucky 40207
526-B

Preferred Credit
3650-E Boston Road
Lexington, Kentucky 40515
533-B

Preferred Financial & Mortgage, Inc.
d/b/a Preferred Mtg. Co. & Preferred Mortgage
7613 East Manslick Road
Louisville, Kentucky 40228
538-B

Premier Mortgage Corporation
10325 Linn Station Road
Louisville, Kentucky 40223
555-B

Security Mortgage Corporation
3005 Dixie Highway, Suite 60
Edgewood, Kentucky 41017
524-B

Southern Capital, Inc.
1100 Walnut Street
Owensboro, Kentucky 42301
502-B

Sterling Mortgage Company
2330 Royal Drive
Ft. Mitchell, Kentucky 41017
518-B

Twin Financial
1133 Nutwood Avenue
Bowling Green, Kentucky 42103
505-B

United Mortgage Company
200 Whittington Parkway
Louisville, Kentucky 40222
77-B

Universal Financial Consultants, Inc.
332 West Broadway, Suite 1222
Louisville, Kentucky 40202-1119
252-B

US Mortgage Corporation of Delaware
6000 Atrium Way
Mt. Laurel, New Jersey 08054
and
7260 Blackstone Drive
Florence, Kentucky 41042
553-B
554-B

Vantage 7 Financial, Inc.
4014 Dutchmans Lane
Louisville, Kentucky 40207
511-B

THIRD ANNUAL

SALE OF CHECKS REPORT

Kentucky Sale of Checks Licensees

December 31, 1993

American Express Company
American Express Plaza
New York, New York 10004

Travelers Express Company
1550 Utica Avenue South
Minneapolis, Minnesota 55416

Republic Money Orders, Inc.
P. O. Box 5961
Dallas, Texas 75222

Associates Financial Express, Inc.
Money Order Division
P. O. Box 220097
Dallas, Texas 75222

Citicorp Services, Inc.
8430 West Bryn Mawr - 11th Floor
Chicago, Illinois 60631

Munford, Inc.
P. O. Box 7701 - Station C
Atlanta, Georgia 30309

BA Cheque Corporation
201 Mission Street
San Francisco, California 94105

The Chase Manhattan Corporation
1 Chase Manhattan Plaza
New York, New York 10081

Travellers Cheque Associates Limited
154 Edward Street
Brighton, Sussex BN2 2LH England

Comdata Network, Inc.
5301 Maryland Way
Brentwood, Tennessee 37027

Piggiy Wiggly Mid-South, Inc.
120 Industrial Drive
Sikeston, Missouri 63801

Western Union Financial Services
One Lake Street
Upper Saddle River, New Jersey 07458

Mid-America Money Order Company
500 West Broadway
Louisville, Kentucky 40201

Thomas Cook Company
3 Independence Way
Princeton, New Jersey 08540

GSC Enterprise d/b/a Fidelity Express
954 Main Street
Sulfer Springs, Texas 75482

Diemer's D & F Super Market
1232 Adams Street
Bowling Green, Kentucky 42101

Interpayment Services Limited
54 Lombard Street
London, England EC3P 9EX

Pic Pac of Fleming County, Inc.
110 Clark Street
Flemingsburg, Kentucky 41041

Wyndall's Enterprises, Inc.
3021 Leitchfield Road
Owensboro, Kentucky 42303

Circle K Money Order Corporation
1601 North 7th Street
Phoenix, Arizona 85072

Francheque S.A.
5 ter, rue du Dome
75761 Paris Cedex 16 France

Thomas Cook Travelers Cheques LTD
Thorpe Wood
Peterborough, England PE 36SB

Kentucky Sale of Checks Licensees

December 31, 1993

Thomas Cook Australia PTY Limited
3rd Floor, 28 Albert Road
South Melbourne, Victoria, Australia

Hauck Handy Store
1000 Goss Avenue
Louisville, Kentucky 40217

Integrated Payment System, Inc.
6200 S. Quebec Stret
Englewood, Colorado 80111

Global Express Money Orders, Inc.
8819 Monard Drive
Silver Spring, Maryland 20910

Taylor's Market, Inc.
1403 West 2nd Street
Owensboro, Kentucky 42303

SECOND ANNUAL

CHECK CASHERS REPORT

Kentucky Check Cashers Licensees

December 31, 1993

P & P Corporation ("Check Cashing")
1611 Madison Avenue
Covington, Kentucky

Check Cashing Corporation of America
1825 W. Broadway
Louisville, Kentucky

Young & Dasher, Inc. d/b/a Mr. Check Casher
16358 Ft. Campbell Blvd.
Oak Grove, Kentucky

The UnBANC, Inc.
204 Redmar Plaza
Radcliff, Kentucky

Express Banc, Inc.
100 Knox Boulevard
Radcliff, Kentucky

Multi Marts Corp.("Advance Checking")
1679 N. Wilson Road
Radcliff, Kentucky

Bar D Financial Services, Inc.("Pay Day")
1629 Dixie Blvd.
Radcliff, Kentucky

E Z Cash, Inc.
1960 N. Dixie Blvd., Suite 101
Radcliff, Kentucky

Executive Enterprises, Inc. d/b/a Checks, Etc.
1099 Fairview Plaza
Bowling Green, Kentucky

Arthur J. Arnold
1939 Goldsmith Lane, Suite 120
Louisville, Kentucky

John L. Graham
7420 Highway 42, Suite B
Florence, Kentucky